

Hearing Date and Time: April 11, 2013 at 10:00 a.m. (ET)

Objection Deadline: March 25, 2013 at 4:00 p.m. (ET)

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	x
In re:	: Chapter 11
	:
Residential Capital, LLC, <u>et al.</u> ,	: Case No. 12-12020 (MG)
	:
Debtors.	: Jointly Administered
	:
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**SECOND APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP,
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR
INTERIM ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES INCURRED FROM SEPTEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

**SUMMARY SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. § 330**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP
 Authorized to Provide Professional Services to: Official Committee of Unsecured Creditors
 Second Interim Period: September 1, 2012 to December 31, 2012
 Fees Requested: \$ 15,217,784.50
 Expenses Requested: \$ 385,666.94
 Total Amount Requested: \$ 15,603,451.44¹
 This is an/a ☒ Interim ☐ Final Application

Total Compensation and Expenses Previously Requested and Awarded:

Date Filed	Docket No.	Period Covered	Requested Fees	Requested Expenses	Approved Fees ²	Approved Expenses
10/19/12	1896	5/16/12-8/31/12	\$10,675,061.50	\$305,820.34	\$10,511,236.25	\$303,165.47

**Summary of Monthly Compensation and Expenses Requested and Paid
During the Second Interim Fee Period**

Date Served	Period Covered	Requested Fees ³	Requested Expenses	Fees Paid	Expenses Paid
11/20/12	9/01/12-9/30/12	\$3,774,070.50	\$90,203.33	\$3,019,256.40	\$90,203.33
1/7/13	10/01/12-10/31/12	\$4,672,114.50	\$115,629.70	\$3,737,691.60	\$115,629.70
2/6/13	11/01/12-11/30/12	\$4,100,533.50	\$108,712.18	\$3,280,426.80	\$108,712.18
3/4/13	12/01/12-12/31/12	\$2,734,985.50	\$71,630.11	N/A ⁴	N/A

¹ The Total Amount Requested reflects voluntary write-offs of fees in the amount of \$501,589.50 and expenses in the amount of \$136,065.78. Such write-offs and discounts were provided to reduce the overall cost to the estates, generating a cost savings of \$637,655.28.

² This amount reflects a voluntary reduction in requested fees and expenses pursuant to an agreement with the U.S. Trustee.

³ As described in further detail below, Kramer Levin has reduced the amount of fees and expenses originally requested in the monthly fee statements to reflect additional write offs following the service of the monthly fee statements, which amounts will be credited against the holdback, as applicable.

⁴ The objection period for this monthly fee statement expires on March 24, 2013.

**SUMMARY OF SECOND APPLICATION OF
KRAMER LEVIN NAFTALIS & FRANKEL LLP FOR SERVICES RENDERED
FOR THE PERIOD SEPTEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Kenneth H. Eckstein	Bankruptcy	1980	Partner	990	605.20	599,148.00
Christine Lutgens	Employee Benefits	2000	Partner	940	2.30	2,162.00
Philip Kaufman	Litigation	1977	Partner	940	785.10	737,994.00
Jeffrey S. Trachtman	Litigation	1985	Partner	890	385.30	342,917.00
Philip Bentley	Bankruptcy	1985	Partner	865	792.60	685,599.00
Gregory A. Horowitz	Litigation	1991	Partner	865	61.50	53,197.50
Barry Herzog	Tax	1992	Partner	865	11.40	9,861.00
Laurence Pettit	Corporate	1990	Partner	840	246.30	206,892.00
Kenneth Chin	Corporate	1988	Partner	840	115.00	96,600.00
Shari K. Krouner	Corporate	1985	Partner	840	209.20	175,728.00
Gilbert Liu	Corporate	1996	Partner	815	80.10	65,281.50
Paul M. Ritter	Employment	1980	Partner	815	57.90	47,188.50
John Bessonette	Corporate	1999	Partner	790	201.70	159,343.00
Jennifer Rochon	Litigation	1998	Partner	790	277.70	219,383.00
Norman Simon	Litigation	1998	Partner	790	524.80	414,592.00
P. Bradley O'Neill	Bankruptcy	1991	Partner	790	299.30	236,447.00
Steven Sparling	Litigation	1999	Partner	790	248.40	196,236.00
Douglas Mannal	Bankruptcy	2001	Partner	790	846.90	669,051.00
Richard Rudder	Corporate	1967	Counsel	965	47.20	45,548.00
Elise Frejka	Bankruptcy	1991	Special Counsel	755	224.30	169,346.50
Brendan M. Schulman	Litigation	2001	Special Counsel	750	128.20	96,150.00
Mark Chass	Bankruptcy	1991	Associate	745	338.20	251,959.00
Joel Taylor	Litigation	2001	Associate	745	8.00	5,960.00
Jeffrey Taylor	Corporate	2001	Associate	745	203.00	151,235.00
Craig L. Siegel	Litigation	1999	Associate	745	454.20	338,379.00
Natan Hamerman	Litigation	2002	Associate	745	374.10	278,704.50
Fabien Carruzzo	Corporate	2005	Associate	720	7.60	5,472.00
David Blabey	Bankruptcy	2005	Associate	720	358.00	257,760.00
Stephen Zide	Bankruptcy	2005	Associate	720	827.30	595,656.00
Matthew Abbott	Intellectual Property	2006	Associate	700	67.50	47,250.00
Samantha V. Ettari	Litigation	2005	Associate	700	421.00	294,700.00
Arielle Warshall-Katz	Litigation	2006	Associate	700	645.20	451,640.00
Elan Daniels	Bankruptcy	2009	Associate	700	302.40	211,680.00

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Jason Amster	Corporate	2006	Associate	700	180.60	126,420.00
Marissa Leung	Corporate	2006	Associate	700	15.30	10,710.00
Michael Brooks	Corporate	2006	Associate	700	39.60	27,720.00
Carol Archer	Corporate	2006	Associate	700	42.60	29,820.00
Adina C. Levine	Litigation	2007	Associate	685	506.00	346,610.00
Matthew Moses	Litigation	2007	Associate	685	232.10	158,988.50
Jennifer Sharret	Bankruptcy	2008	Associate	670	26.90	18,023.00
Joseph A. Shifer	Bankruptcy	2010	Associate	670	569.00	381,230.00
Dannie Cho	Litigation	2009	Associate	635	711.00	451,485.00
Kristin Coleman	Litigation	2009	Associate	635	492.00	312,420.00
Carl Duffield	Litigation	2009	Associate	635	651.20	413,512.00
Samantha Ford	Litigation	2009	Associate	635	698.80	443,738.00
Nicole Foley	Litigation	2009	Associate	635	36.00	22,860.00
Jason Rappaport	Bankruptcy	2009	Associate	635	10.20	6,477.00
Michael Mellin	Litigation	2010	Associate	635	512.00	325,120.00
Alexandra Gil	Intellectual Property	2009	Associate	630	21.60	13,608.00
Andrew Estes	Litigation	2010	Associate	595	52.50	31,237.50
Megan Daneshrad	Litigation	2010	Associate	595	21.00	12,495.00
Ashley Miller	Litigation	2010	Associate	595	427.30	254,243.50
Kristin DiFrancesco	Litigation	2011	Associate	545	571.10	311,249.50
Matthew Ziegler	Bankruptcy	2011	Associate	545	22.10	12,044.50
Lynda Tricarico	Litigation	2011	Associate	545	14.20	7,739.00
Jeffrey Dunlap	Litigation	N/A	Associate	545	548.10	298,714.50
Shai Schmidt	Bankruptcy	2010	Associate	545	187.80	102,351.00
Sarah N. Rosen	Litigation	2011	Associate	545	282.30	153,853.50
Brandon J.T. Cody	Corporate	2011	Associate	545	28.40	15,478.00
Daniel J. Brody	Corporate	2011	Associate	545	238.20	129,819.00
Matthew Weiss	Corporate	2011	Associate	545	29.10	15,859.50
Rachael L. Ringer	Bankruptcy	2011	Associate	545	876.70	477,801.50
Sarah Kaehler	Corporate	2011	Associate	545	6.10	3,324.50
Mary K. Guccion	Bankruptcy	2009	Associate	545	17.90	9,755.50
Aakash Jariwala	Intellectual Property	2011	Associate	540	379.20	204,768.00
Matthew Olinzock	Intellectual Property	2011	Associate	540	190.10	102,654.00
Kurt Denk	Litigation	2011	Associate	485	673.60	326,696.00
Emily Tabak	Litigation	2012	Associate	485	203.70	98,794.50
Dori Y. Mirvis	Corporate	2012	Associate	485	59.80	29,003.00
Michael C. Hill	Corporate	2012	Associate	485	84.10	40,788.50
Anastasia N. Kaup	Bankruptcy	2011	Associate	485	63.90	30,991.50

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Ilona Gont	Intellectual Property	2012	Associate	480	27.20	13,056.00
Francesca Butnick	Intellectual Property	2012	Associate	480	61.20	29,376.00
Joshua B. Cahn	Bankruptcy	2008	Associate	440	144.10	63,404.00
Elizabeth Wieckowski	Intellectual Property	1996	Associate	420	37.80	15,876.00
Nathaniel Allard	Bankruptcy	2013	Associate	415	535.50	222,232.50
Alice Byowitz	Bankruptcy	N/A	Associate	415	55.70	23,115.50
Rachael De Chacon	Corporate	N/A	Associate	415	34.00	14,110.00
Jennifer Li	Corporate	N/A	Associate	415	53.30	22,119.50
Samantha Kagan	Employment Law	N/A	Associate	415	274.70	114,000.50
Sarah Gribbon	Bankruptcy	N/A	Associate	415	265.00	109,975.00
Yael Steiner	Corporate	2012	Associate	415	24.30	10,084.50
Lisa Neunder	Litigation	2006	Associate	330	326.20	107,646.00
Hunter Vanaria	Bankruptcy	N/A	Paralegal	310	53.10	16,461.00
Kimesha Scarbrough	Litigation	N/A	Paralegal	295	226.70	66,876.50
Denise L. Reid	Litigation	N/A	Paralegal	295	178.20	52,569.00
Dominador E. Almeda	Corporate	N/A	Paralegal	295	24.70	7,286.50
Rachel L. Goot	Litigation	N/A	Paralegal	295	197.90	58,380.50
Roland Bain	Litigation	N/A	Paralegal	295	17.50	5,162.50
Anne Stackpoole	Litigation	N/A	Paralegal	295	449.70	132,661.50
Phillip Renee	Litigation	N/A	Paralegal	295	72.60	21,417.00
Dawn Cifone	Litigation	N/A	Paralegal	295	434.50	128,177.50
Aliya Shain	Bankruptcy	N/A	Paralegal	285	315.60	89,946.00
Henry Yan	Intellectual Property	N/A	Paralegal	285	57.50	16,387.50
Total:					23,746.00	\$15,217,784.50

Blended hourly rate for all attorneys is \$673.28

Blended hourly rate for all timekeepers is \$640.85

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Hearing Date and Time: April 11, 2013 at 10:00 a.m. (ET)

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*Counsel for the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
Residential Capital, LLC, <u>et al.</u> ,	:	Case No. 12-12020 (MG)
	:	
Debtors.	:	Jointly Administered
	:	
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**SECOND APPLICATION OF KRAMER LEVIN NAFTALIS & FRANKEL LLP,
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR
INTERIM ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES
RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY
EXPENSES INCURRED FROM SEPTEMBER 1, 2012 THROUGH DECEMBER 31, 2012**

TO THE HONORABLE MARTIN GLENN
UNITED STATES BANKRUPTCY JUDGE:

Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”), hereby files its second application (the “**Application**”) pursuant to section 330(a) and 331 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”), for the interim allowance of compensation for professional services performed by

Kramer Levin for the period commencing September 1, 2012 through and including December 31, 2012 (the “**Second Interim Period**”), and for reimbursement of its actual and necessary expenses incurred during the Second Interim Period. In support of its Application, Kramer Levin respectfully represents as follows:

PRELIMINARY STATEMENT

1. Throughout the Second Interim Period, Kramer Levin continued to play an integral role in these Chapter 11 Cases, and expended substantial efforts representing the interests of the Committee and general unsecured creditors in all significant case matters. These Chapter 11 Cases continued to progress at a quick pace during the Second Interim Period, and required the resources and expertise of Kramer Levin to ensure that these cases proceeded in a manner most beneficial to the estates.

2. Kramer Levin’s work during the Second Interim Period was primarily devoted to facilitating the sale of the Debtors’ Platform and HFS Assets generating approximately \$4 billion in value for the Debtors’ estates, conducting an extensive investigation and analysis of valuable estate claims against AFI and other non-Debtor affiliates related to numerous prepetition transactions, and analyzing (and ultimately objecting to) the Debtors’ motion to settle RMBS related liabilities for \$8.7 billion. More specifically, Kramer Levin was heavily involved in the auction process for the sale of the Debtors’ Platform and HFS Assets, facilitating the resolution of numerous sale and cure objections, as well as negotiating appropriate provisions of the asset purchase agreements and proposed orders. Simultaneously, Kramer Levin continued its analysis of the Debtors’ RMBS 9019 Motion, which involved the review of substantial discovery, numerous depositions, in-depth legal and factual research, and the preparation of a comprehensive objection to the RMBS Settlement.

3. In addition, Kramer Levin, on behalf of the Committee, initiated extensive negotiations with the Debtors, individual Committee members and other key creditor constituencies regarding the terms of a consensual chapter 11 plan. Recognizing the myriad issues that would need to be resolved to achieve consensus, the Committee supported the appointment of a mediator to assist the parties in plan negotiations. Upon the appointment of Judge Peck as mediator, Kramer Levin immediately engaged in discussions with Judge Peck and the Debtors in an attempt to effectuate a fruitful mediation process.

4. Given the numerous and complex issues presented by these cases, and the quick pace at which these cases have progressed, Kramer Levin was required to keep the Committee continuously informed of important case developments and issues. In this regard, Kramer Levin hosted Committee calls or meetings at least weekly—in addition to numerous side calls with the Committee co-chairs and individual Committee members. As a result of discussions and determinations made at Committee meetings, Kramer Levin worked tirelessly to navigate the intricate issues presented by the Chapter 11 Cases, contest the Debtors' motions where appropriate, and negotiate resolutions that would benefit unsecured creditors. The composition of the Committee—comprised of RMBS Trustees, monoline insurers, securities claimants, a borrower class action claimant, and an indenture trustee for unsecured notes—also required significant efforts by Kramer Levin to understand the claims of each Committee member and its constituency. To keep the Committee informed of case updates and recent pleadings in between Committee meetings and calls, Kramer Levin also provided the Committee with detailed reports and updates on the cases on a daily basis.

5. During the Second Interim Period, the actions taken by the Committee, through Kramer Levin and its other professionals, yielded significant benefits for the estates and

their creditors. Including those discussed above, notable highlights of Kramer Levin's role during the Second Interim Period, among others, include:

- Performing a thorough review of the collateral securing the Debtors' financing facilities, drafting a complaint and obtaining standing to challenge the liens of certain of the Debtors' secured creditors;
- Limiting an extension of exclusivity and thereafter actively engaging with the Debtors, AFI, and major creditor constituencies regarding the terms of a chapter 11 plan;
- Addressing significant discovery issues in connection with the proposed RMBS Settlement, drafting and serving a substantial objection to the proposed RMBS Settlement, working with experts, and negotiating an adjournment of the evidentiary hearing on the RMBS 9019 Motion in connection with a further extension of exclusivity and the appointment of a mediator to facilitate plan negotiations in early 2013;
- Developing and providing multiple presentations to the Committee and the Examiner regarding the status of the Committee's investigation of claims and causes of action against AFI and other non-Debtor affiliates;
- Analyzing the claims of major creditor constituencies, and reviewing and analyzing timely filed claims following the bar date; and
- Addressing the Debtors' motion seeking to make over \$250 million in payments to PwC, Pepper Hamilton and Hudson Cook pursuant to the prepetition Consent Order with the Federal Reserve Board and the FDIC—under which AFI was secondarily liable and jointly and severally liable for payment obligations to PwC specifically—and resolving the issue, on a temporary basis, reserving all rights to assert claims for reimbursement or contribution against AFI.

6. The Committee's substantial accomplishments during the Second Interim Period required significant resources of Kramer Levin. Kramer Levin respectfully submits that its services during the Second Interim Period warrant approval of its requested fees and expenses.

JURISDICTION AND VENUE

7. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334.

8. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

9. The statutory predicate for the relief requested herein is sections 330 and 331 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, and Rule 2016-1 of the Local Bankruptcy Rules.

**SUMMARY OF PROFESSIONAL COMPENSATION
AND REIMBURSEMENT OF EXPENSES REQUESTED**

10. This Application has been prepared in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 23, 2013 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”), and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No. 797] entered in these Chapter 11 Cases (the “**Interim Compensation Order**” and together with the Local Guidelines and the UST Guidelines, the “**Guidelines**”). Pursuant to the Guidelines, a certification of Kenneth H. Eckstein regarding compliance with the Guidelines is attached hereto as **Exhibit A**.

11. Kramer Levin seeks interim allowance of fees for professional services rendered during the Second Interim Period in the aggregate amount of \$15,217,784.50 (the “**Second Interim Fees**”) and reimbursement of expenses incurred in connection with those services in the aggregate amount of \$385,666.94 (the “**Second Interim Expenses**”).

12. During the Second Interim Period, Kramer Levin attorneys and paraprofessionals expended a total of 23,746.00 hours for which compensation is requested.

13. There is no agreement or understanding between Kramer Levin and any other person, other than members of the firm, for the sharing of compensation to be received for services rendered in these Chapter 11 Cases.

14. The fees charged by Kramer Levin in these Chapter 11 Cases are billed in accordance with its existing billing rates and procedures set forth in the Application Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order to Retain and Employ Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, *Nunc Pro Tunc*, to May 16, 2012 (the “**Retention Application**”) [Docket No. 528].

15. The rates Kramer Levin charges for the services rendered by its professionals and paraprofessionals in these Chapter 11 Cases are reasonable relative to the rates charged by Kramer Levin to nonbankruptcy clients and to the customary compensation charged by comparably skilled practitioners in comparable nonbankruptcy and bankruptcy cases in a competitive national legal market.

16. During the course of these Chapter 11 Cases, Kramer Levin exercised its billing discretion and, as discussed in more detail below, voluntarily wrote-off certain fees and expenses in connection with the Monthly Statements (defined below). Kramer Levin’s voluntary write-offs, resulted in savings to the Debtors’ estates during this Second Interim Period of almost \$650,000.

17. Pursuant to the UST Guidelines, annexed hereto as **Exhibit B**, is a schedule setting forth all Kramer Levin professionals and paraprofessionals who performed

services in these Chapter 11 Cases during the Second Interim Period, the capacities in which such individuals are employed by Kramer Levin, the hourly billing rates charged by Kramer Levin for services performed by such individuals, and the aggregate number of hours expended and fees billed.

18. Annexed hereto as **Exhibit C** is a schedule specifying the categories of expenses for which Kramer Levin is seeking reimbursement and the total amount for each expense category. In addition, attached hereto as **Exhibit C-1** is a schedule of all of the expenses incurred during the Second Interim Period. Attached hereto as **Exhibit C-2** is a summary of all meeting expenses and a schedule identifying the average cost per person of such meetings, and attached hereto as **Exhibit C-3** is a schedule illustrating the cap of \$0.10 per page for photocopying expenses incurred during the Second Interim Period.

19. Pursuant to Section II.D of the UST Guidelines, annexed hereto as **Exhibit D** is a summary of Kramer Levin's time billed during the Second Interim Period, broken down by project categories, as hereinafter described.

20. Annexed hereto as **Exhibit E** is Kramer Levin's time detail for the Second Interim Period.

BACKGROUND

21. On May 14, 2012 (the "**Petition Date**"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

22. On May 16, 2012, the United States Trustee for the Southern District of New York (the "**U.S. Trustee**") appointed the Committee. The U.S. Trustee selected the following nine parties to serve as members of the Committee: (i) Wilmington Trust, N.A.; (ii)

Deutsche Bank Trust Company Americas; (iii) The Bank of New York Mellon Trust Company, N.A.; (iv) MBIA Insurance Corporation; (v) Rowena L. Drennen; (vi) AIG Asset Management (U.S.), LLC; (vii) U.S. Bank National Association; (viii) Allstate Life Insurance Company; and (ix) Financial Guaranty Insurance Corporation.

23. On June 27, 2012, Kramer Levin filed the Retention Application [Docket No. 528]. On July 16, 2012, the Court entered the Order Authorizing the Retention of Kramer Levin Naftalis & Frankel LLP as Counsel for the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to the May 16, 2012 [Docket No. 777] (the “**Retention Order**”).

24. On August 24, 2012, Kramer Levin filed the Supplemental Declaration of Kenneth H. Eckstein in Support of Application Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 2014 for an Order to Retain and Employ Kramer Levin Naftalis & Frankel LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtors, *Nunc Pro Tunc*, to May 16, 2012 [Docket No. 1257].

25. On October 19, 2012, Kramer Levin filed its first interim application (the “**First Interim Fee Application**”) for the allowance of compensation for professional services rendered and for reimbursement of actual and necessary expenses incurred from May 16, 2012 through August 31, 2012 (the “**First Interim Fee Period**”). In the First Interim Fee Application, Kramer Levin sought the interim allowance of fees in the aggregate amount of \$10,675,061.50 (the “**First Interim Fees**”), and the interim allowance of the reimbursement for actual and necessary expenses in the amount of \$305,820.34 (the “**First Interim Expenses**”).

26. By order dated December 28, 2012, the First Interim Fees and the First Interim Expenses were allowed in full, subject to a consensual reduction resolving the objection of the U.S. Trustee. Pursuant to the order, Kramer Levin received payment from the Debtors for

(i) the full amount of the First Interim Expenses, and (ii) the full amount of the First Interim Fees subject to a 10% holdback.

KRAMER LEVIN FEE STATEMENTS

27. Kramer Levin maintains computerized records of the time spent by all Kramer Levin attorneys and paraprofessionals in connection with the representation of the Committee. Subject to redaction for the attorney-client privilege, Kramer Levin submitted monthly fee statements (the “**Monthly Fee Statements**”) to the Notice Parties (as that term is defined in the Interim Compensation Order) in the format specified by the UST Guidelines, allowing each of the Notice Parties an opportunity to review and object to the Monthly Fee Statements.¹ During the Second Interim Period, Kramer Levin provided the Notice Parties with the following Monthly Fee Statements:

- For September 1, 2012 through September 30, 2012 – fees of \$3,774,070.50 and expenses of \$90,203.33 (the “**September Statement**”);
- For October 1, 2012 through October 31, 2012 – fees of \$4,672,114.50 and expenses of \$115,629.70 (the “**October Statement**”);
- For November 1, 2012 through November 30, 2012 – fees of \$4,100,533.50 and expenses of \$108,712.18 (the “**November Statement**”); and
- For December 1, 2012 through December 31, 2012 – fees of \$2,734,985.50 and expenses of \$71,630.11 (the “**December Statement**”).

28. In total, Kramer Levin submitted Monthly Fee Statements during the Second Interim Period for fees of \$15,281,704.00 and expenses of \$386,175.32. Prior to submitting the Monthly Fee Statements, Kramer Levin conducted an internal review of the fees

¹ To date, Kramer Levin has not received any objections to its Monthly Fee Statements.

and expenses incurred during each applicable period and determined to voluntarily write-off fees in the amount of \$436,805.00 and expenses in the amount of \$135,557.40.²

29. In accordance with the Interim Compensation Order, Kramer Levin sought payment for 80% of fees and 100% of expenses incurred pursuant to each Monthly Fee Statement. With respect to the September Statement, Kramer Levin received a payment of \$3,109,459.73, representing 80% of fees requested (\$3,019,256.40) and 100% of expenses requested (\$90,203.33). With respect to the October Statement, Kramer Levin received a payment of \$3,853,321.30, representing 80% of fees requested (\$3,737,691.60) and 100% of expenses requested (\$115,629.70). With respect to the November Statement, Kramer Levin received a payment of \$3,389,138.98, representing 80% of fees requested (\$3,280,426.80) and 100% of expenses requested (\$108,712.18). With respect to the December Statement, Kramer Levin requested payment of \$2,259,618.51 representing 80% of fees requested (\$2,187,988.40) and 100% of expenses requested (\$71,630.11).³ At the time of this application, Kramer Levin has not received any payments on account of the December Statement.

30. In total, therefore, pursuant to this Application, Kramer Levin respectfully requests that the Court enter an order awarding Kramer Levin on an interim basis fees in an aggregate amount of \$15,217,784.50 and the reimbursement of actual and necessary expenses Kramer Levin incurred during the Second Interim Period in the aggregate amount of \$385,666.94.

² Following the submission of the Monthly Fee Statements, Kramer Levin conducted a further review of the fees and expenses incurred during the Second Interim Period and elected to further write off fees in the amount of \$63,919.50 and reduce the amount of expenses requested by \$508.38. Reflecting these additional write-offs, the total amount of voluntary write-offs in fees is \$500,724.50 and the total amount of voluntary write-offs in expenses is \$136,005.78.

³ Following the submission of the December Statement, on March 12, 2013, Kramer Levin submitted a letter to the Notice Parties reducing its expense reimbursement request to \$71,630.11.

31. The Monthly Fee Statements submitted by Kramer Levin are subject to a 20% holdback (as is customary in this District) imposed by the Court on the allowance of fees. The aggregate amount of Kramer Levin's holdback during the Second Interim Period is \$2,991,912.95. Kramer Levin respectfully requests, in connection with the relief requested herein, that the Court allow this holdback amount on an interim basis pursuant to sections 330 and 331 of the Bankruptcy Code and authorize the Debtors to satisfy such amounts. Kramer Levin further requests that the Court allow the remaining 10% holdback with respect to the First Interim Fee Period on an interim basis pursuant to sections 330 and 331 of the Bankruptcy Code and authorize the Debtors to satisfy such amounts.

32. To the extent that time or disbursement charges for services rendered or disbursements incurred relate to the Second Interim Period but were not processed prior to the preparation of this Application, Kramer Levin reserves the right to request compensation for such services and reimbursement of such expenses in a future fee application.

SUMMARY OF LEGAL SERVICES RENDERED

33. The Committee has accomplished a substantial amount since its appointment in these Chapter 11 Cases. To support these results, Kramer Levin provided a wide array of services during the Second Interim Period, including, for example, services related to (i) the sales of the Debtors' mortgage origination and servicing platform (the "**Platform Assets**") and hold-for-sale loan portfolio ("**HFS Assets**"); (ii) investigation of prepetition related-party transactions; (iii) the Debtors' proposed \$8.7 billion settlement of RMBS liabilities; (iv) executive compensation matters, and (v) the Debtors' obligations under the consent order with the Federal Reserve Board and other regulatory obligations.

34. The legal services rendered by Kramer Levin during the Second Interim Period are summarized below. The following summary is not a detailed description of the work

performed, as the day-to-day services and the time expended in performing such services are fully set forth in **Exhibit E**. Rather, in compliance with the UST Guidelines, the following summary highlights certain areas in which services were rendered to the Committee and identifies some of the issues to which Kramer Levin devoted significant time and effort during the Second Interim Period.

35. The summary is divided according to the project billing codes that Kramer Levin created to best reflect the categories of tasks that it was required to perform in connection with these Chapter 11 Cases. Nevertheless, under the circumstances, and given the interconnectedness of the issues in these Chapter 11 Cases, certain of these categories may overlap with one another.

A. Case Administration

Kramer Levin Billing Code: 1

(Fees: \$42,634.50 / Hours Billed: 95.60)

36. Kramer Levin monitored the bankruptcy docket, reviewed and summarized the various pleadings filed in the cases for both internal and client use and communicated with other professionals regarding the progress of the Chapter 11 Cases. The complexity of these cases also requires careful internal coordination between Kramer Levin professionals to handle matters expeditiously and effectively. To that end, this matter includes time spent preparing and circulating work-in-progress memoranda and a case calendar and holding coordination meetings to ensure that Kramer Levin professionals are undertaking the various required tasks in an efficient manner. Lastly, this matter includes time billed by Kramer Levin paraprofessionals in creating and maintaining case files and databases to ensure appropriate access by other professionals.

B. DIP Financing/Cash Collateral

Kramer Levin Billing Code: 2

(Fees: \$1,584,054.00 / Hours Billed: 2,332.40)

37. Pursuant to the final orders authorizing the Debtors' use of debtor-in-possession financing and cash collateral, a significant amount of Kramer Levin's time during the Second Interim Period was spent analyzing and researching potential challenges to the liens and claims of the Junior Secured Noteholders (as defined in the AFI DIP Facility) and the liens securing the Citibank, BMMZ and GSAP Facilities (as defined in the Barclays DIP Facility), in advance of the applicable challenge deadlines. In connection with its analysis, Kramer Levin sought and obtained informal discovery from the Debtors and other parties-in-interest in connection with the Committee's collateral review, and continued reviewing the collateral packages of the Debtors' financing facilities, including a review of UCC financing statements, collateral documents, and related materials. Kramer Levin also spent time researching legal issues in connection with a challenge of the liens of the Junior Secured Noteholders and the liens relating to the BMMZ and GSAP Facilities, and prepared memoranda and presentations for the Committee regarding the results of its collateral review.

38. After in-depth discussions with the Committee, the Committee determined it would be appropriate to challenge a portion of the liens and claims of the Junior Secured Noteholders. After Kramer Levin's review and analysis, the Committee ultimately identified hundreds of millions of dollars in purported collateral that was subject to challenge. Accordingly, Kramer Levin, at the direction of the Committee, researched and drafted a motion seeking standing to pursue claims against the Junior Secured Noteholders, which included a thorough discussion of each of the claims identified to date. Prior to filing the standing motion, Kramer Levin, as counsel to the Committee, reached out to the Debtors and obtained the Debtors' consent to challenge the liens and claims of the Junior Secured Noteholders. During

this time, Kramer Levin also worked with its co-counsel, Pachulski Stang Zeihl & Jones LLP, to analyze the claims against the Junior Secured Noteholders.

39. On September 24, 2012, the Committee filed a motion seeking standing to challenge the claims and liens of the Junior Secured Noteholders [Docket No. 1546]. In response, limited objections were filed by U.S. Bank, Ally Financial, Inc. (“**AFI**”), the Ad Hoc Group of Junior Secured Noteholders, and the Debtors—none of which objected to the Committee’s standing to pursue these claims. In response to these objections, Kramer Levin researched and analyzed the issues raised by the objecting parties, and filed an omnibus reply to the objections on October 26, 2012, which attached a draft complaint against the Junior Secured Noteholders. After lengthy negotiations among the parties, Kramer Levin was able to resolve each of the objections to the standing motion, and the Court approved the motion on an uncontested basis on December 26, 2012.

40. During the Second Interim Period, Kramer Levin also analyzed an amendment to the Barclays DIP Facility, pursuant to which the Debtors obtained the ability to consummate the sales of the servicing and origination platform and whole loan assets separately. Kramer Levin identified certain concerns with the proposed amendment which were articulated in a reservation of rights which was filed on behalf of the Committee on October 12, 2012 [Docket No. 1808]. After assurances by the Debtors that, regardless if the sale closings were bifurcated, the sale proceeds would be applied as if the sales closed simultaneously, the Committee’s issues were resolved and the Court approved the proposed amendment.

C. Use, Sale or Lease of Property/Executory Contracts/Unexpired Leases

Kramer Levin Billing Code: 3 and 15

(Matter 3 Fees: \$965,824.50 / Hours Billed: 1,364.00)

(Matter 15 Fees: \$7,724.50 / Hours Billed: 12.10)

41. During the Second Interim Period, Kramer Levin continued working with the Debtors' professionals on the sale of the Debtors' Platform and HFS Assets. Toward that end, Kramer Levin reviewed, analyzed and researched the pre-auction objections filed by the RMBS Trustees and other parties-in-interest and worked with those parties to resolve their concerns in advance of the auction and eventual sale hearing.

42. On October 23, 24, and 25, 2012, Kramer Levin, along with the Committee's investment banker and financial advisor, attended the three-day auction for the Debtors' servicing and origination platform and whole loan assets. During the auction, Kramer Levin and the Committee's professionals were actively engaged in discussions with the bidders and other parties-in-interest to ensure a robust and fruitful bidding process. Kramer Levin provided the Committee with real-time updates during the auction process. The auction culminated in the successful bid of approximately \$3 billion by Ocwen and Walter for the Debtors' servicing and origination platform, and approximately \$1.6 billion by Berkshire Hathaway for the Debtors' whole loan assets. As a result, the auction process resulted in a sale of the Debtors' assets that generated approximately \$4 billion in value for the Debtors' estates.

43. Subsequent to the auction, Kramer Levin worked with the successful bidders and the Debtors on the terms of the asset purchase agreements ("APAs"), and spent time negotiating certain modifications to such agreements in advance of the sale hearing. Recognizing that certain issues remained outstanding as of the objection deadline to the Debtors' sales, Kramer Levin drafted and filed a reservation of rights on certain outstanding issues in the APAs and proposed orders. In addition, numerous parties-in-interest filed cure objections and

substantive objections to the Debtors' proposed sales. Kramer Levin reviewed each of these objections, and worked with the Debtors' professionals and successful bidders to attempt to resolve these objections in advance of the sale hearing. Many of the cure objections, including those filed by Fannie Mae and Freddie Mac, were substantive cure objections—totaling hundreds of millions of dollars—that required a thorough review and understanding of the issues giving rise to the alleged cure amounts. Ultimately, after a two-day hearing on the Debtors' sale motions, the parties were able to resolve, adjourn, or obtain a determination on the objectors' sale objections, and the Court approved the sales of the servicing and origination platform to Ocwen and the whole loan assets to Berkshire Hathaway, respectively.

44. Following Court approval of the sales, Kramer Levin continued to work with the purchasers, the objecting parties and the Debtors to negotiate resolutions to adjourned cure objections. As a result of these efforts, the sales of the Debtors' servicing and origination platform and whole loan assets successfully closed in January and February 2013. The closing of these sales represented a major undertaking for all of the parties involved, and represented a substantial benefit to the Debtors' estates.

45. During this time, and in connection with the sales of the Debtors' assets, the Debtors sought to assume or reject certain executory contracts and unexpired leases. To facilitate a streamlined process for such rejections, the Debtors sought approval of rejection procedures, which Kramer Levin reviewed, analyzed and negotiated modifications prior to filing. Following the establishment of the rejection procedures, Kramer Levin continued to review and analyze each of the contracts or leases the Debtors sought to assume or reject to ensure that the Debtors' proposed actions were in the best interest of the estate.

D. Plan of Reorganization/Disclosure Statement

Kramer Levin Billing Code: 4

(Fees: \$435,599.00 / Hours Billed: 585.20)

46. On August 23, 2012, the Debtors filed a motion seeking to extend their exclusive periods for filing and soliciting acceptances of a proposed chapter 11 plan by a period of nine months (the “**Exclusivity Motion**”). Annexed to the Exclusivity Motion was a draft chapter 11 plan that largely reflected the terms of the pre-petition settlement and plan support agreement with AFI. Kramer Levin evaluated the Debtors’ proposed extension of exclusivity, and after determining that the time sought was excessive, filed a limited objection to the Debtors’ Exclusivity Motion [Docket No. 1352], which raised a number of issues, including that the Debtors had yet to begin plan negotiations, and had not engaged the Committee in any plan-related discussions. At the hearing on the Debtors’ Exclusivity Motion held on September 11, 2012, the Court granted a 90-day extension, directing the Debtors to engage in plan negotiations with the Committee and other parties-in-interest immediately, and keep the Court apprised as to the status of plan negotiations in the coming weeks.

47. Following the Court’s instructions, the Debtors’ professionals engaged Kramer Levin and the Committee’s other professionals in a series of meetings regarding plan-related issues. Recognizing the complex nature of these cases and the numerous issues that would need to be resolved to formulate a chapter 11 plan, Kramer Levin began engaging in dialogue with Committee members to understand the issues with individual claims and plan proposals. During this time, Kramer Levin undertook the process of formulating and discussing potential plan constructs with Committee professionals and individual Committee members in an attempt to facilitate a consensual chapter 11 plan. This necessarily involved an analysis of the Debtors’ waterfall, and discussions with the Committee’s financial advisor and investment banker regarding plan assumptions and scenarios.

48. During this time, and as discussed in further detail below, the litigation concerning the Debtors' RMBS 9019 Motion was in full force. Recognizing that many of the issues raised by the RMBS 9019 Motion should be resolved in connection with a chapter 11 plan, Kramer Levin and the Committee's professionals engaged in negotiations with the Debtors regarding the best framework for a successful resolution of the Chapter 11 Cases. As part of an agreement to adjourn the RMBS 9019 Motion, on December 6, 2012, the Debtors filed a motion seeking a second extension of exclusivity [Docket No. 2355], and a motion seeking the appointment of a mediator [Docket No. 2357]. While the Committee was generally supportive of the appointment of a mediator and an extension of exclusivity, Kramer Levin spent time reviewing and analyzing the issues raised by the motions, and drafting an omnibus response to such motions, which was filed on December 14, 2012 [Docket No. 2418]. Following the hearing held on December 20, 2012 (the "**Second Exclusivity Extension Hearing**"), the Court entered an order extending the Debtors' exclusive period to file a plan to February 28, 2013 and granting an extension of the period to solicit votes to April 29, 2013 (the "**Second Exclusivity Extension Order**") [Docket No. 2489]. Likewise, on December 26, 2012, the Court entered an order approving the appointment of the Honorable James M. Peck as mediator (the "**Mediator**") through February 28, 2013 [Docket No. 2519].

E. AFI Investigation

Kramer Levin Billing Code: 6

(Fees: \$4,405,695.00 / Hours Billed: 7,347.30)

49. During the Second Interim Period, Kramer Levin continued its investigation of the Debtors' prepetition activities, including the Debtors' prepetition and related-party transactions, and its analysis of the Debtors' prepetition relationship with its parent entity, AFI. In response to subpoenas and document requests served on the Debtors, AFI and Cerberus in connection with the Committee's 2004 Motion, as well as discovery requests issued by the

Examiner following his appointment, the Debtors, AFI, Cerberus, and other affiliates and third-parties, produced voluminous documents relating to the Committee's and the Examiner's investigation. Kramer Levin spent substantial amounts of time reviewing and analyzing these documents, coordinating document searches, document review and other discovery issues with Kramer Levin's electronic discovery team, as well as preparing memoranda summarizing relevant findings and analysis. More specifically, during the Second Interim Period, Kramer Levin ran searches through, reviewed, and analyzed productions to the Examiner made available to the Committee for its investigation (amounting to millions of pages of produced documents). In addition to reviewing produced documents, Kramer Levin also spent a significant amount of time conducting legal research regarding potential claims against AFI and affiliates and preparing memoranda in connection therewith. As a result of this investigation and analysis, Kramer Levin has identified significant causes of action that could be brought against AFI and other parties-in-interest. Kramer Levin therefore began the preparation and drafting of portions of a potential complaint to be prosecuted against relevant parties-in-interest on behalf of the estates in the event all cannot be consensually resolved.

50. To assist the Examiner in his investigation of, among other things, potential estate causes of action against AFI, Kramer Levin prepared and provided multiple presentations to the Examiner regarding the results of the Committee's investigation thus far. These presentations included legal and factual analysis, and identified particular issues that would be ripe for the Examiner's investigation and analysis.

51. Kramer Levin also engaged in numerous discussions with the Committee on its investigation of causes of action against AFI and provided the Committee with multiple presentations on the status of the investigation. These presentations and meetings culminated in

a comprehensive presentation on the main causes of action against AFI, which was initially provided to the Committee in mid-December, and was supplemented and revised based on Committee comments and questions. Following the appointment of the Mediator, Kramer Levin continued to refine this presentation in anticipation of meetings and potential negotiations with AFI in early 2013.

52. Additionally, Kramer Levin continues to hold numerous and regular internal meetings to discuss strategy and methodology for conducting the investigation in an efficient and effective manner, in addition to regular meetings and communications with the Committee's financial advisor regarding the investigation.

F. RMBS Issues

Kramer Levin Billing Code: 7

(Fees: \$5,747,175.50 / Hours Billed: 8,728.30)

53. During the Second Interim Period, Kramer Levin devoted a significant amount of time to its investigation and analysis of the Debtors' motion seeking approval of the RMBS Settlement Agreement under Bankruptcy Rule 9019 [Docket No. 320] (the "**RMBS 9019 Motion**"), which seeks Court approval of an \$8.7 billion settlement of representation and warranty claims held by 392 securitization trusts.

54. The hearing on the RMBS 9019 Motion was originally scheduled for November 2012. In anticipation of that hearing, Kramer Levin researched the legal issues surrounding the settled claims and sought significant discovery with respect to the settlement, including discovery concerning the negotiation, evaluation and approval of the RMBS Settlement. In addition, the Committee engaged a number of experts to assist in the evaluation of the claims and proposed settlement, and sought the production of sample loan files to further the settlement evaluation process.

55. In mid-August, the Debtors filed an amendment to the proposed RMBS Settlement Agreement which contained new and material amendments, including the so-called “HoldCo Election.” The nature of these substantive amendments prompted a motion by Wilmington Trust, as indenture trustee, to modify the scheduling order with respect to the RMBS 9019 Motion and sought an adjournment of the hearing on the motion. In response to a status report filed days before the status conference on the RMBS 9019 Motion, Kramer Levin spent time drafting a substantive report regarding the current status of the Committee’s analysis and discovery, and recommended an adjournment of the November hearing date in light of, among other things, the recent amendments to the proposed RMBS Settlement Agreement. The evidentiary hearing on the RMBS 9019 Motion was ultimately adjourned to the week of January 14, 2013, at the request of the Debtors.

56. Discovery issues with the RMBS 9019 Motion continued throughout the Second Interim Period, and Kramer Levin devoted a significant amount of time to negotiating with the Debtors, AFI, and counsel to the RMBS investors regarding the appropriate parameters of discovery, and addressing issues with the Debtors’ productions. Indeed, Kramer Levin prepared numerous pleadings and letter briefs to the Court regarding the status of discovery, and articulating specific discovery disputes needing a determination from the Court. To address discovery issues and disputes, the Court held a number of status conferences and telephonic conferences to ensure that discovery was progressing at an appropriate pace, and to ensure that the parties were producing all material relevant to the Committee’s analysis of the RMBS 9019 Motion. Each of these status conferences and telephonic conferences required Kramer Levin to review and analyze produced documents and privilege logs, and respond appropriately to the assertions of other parties-in-interest. In addition to preparing for numerous status conferences

on discovery issues, Kramer Levin also devoted a significant amount of time to reviewing the hundreds of thousands of pages of documents produced by the Debtors, AFI and other parties-in-interest.

57. The Debtors and AFI, in particular, withheld a number of documents, asserting that they were covered by privilege and non-discoverable. At the Court's direction, both parties prepared lengthy privilege logs, and Kramer Levin spent time reviewing and analyzing each of the documents withheld on privilege grounds (including documents withheld on "common interest privilege" grounds). Recognizing that, as Kramer Levin asserted in its October 9, 2012 letter to the Court, the privilege logs contained insufficient information and descriptions to ascertain the nature of the documents withheld, the Court directed that the parties meet and confer to discuss each of the documents identified on the privilege log. In compliance with the Court's direction, Kramer Levin met with the other parties-in-interest to discuss and negotiate a resolution of outstanding issues with documents withheld on the grounds of privilege.

58. During this time, Kramer Levin also specifically took issue with certain documents withheld by the Debtors as privileged, an issue that remains relevant (as evidenced by the Committee's motion seeking to preclude the Debtors from offering certain evidence at trial, filed in February 2013), and will need to be determined in advance of trial on the RMBS 9019 Motion. Due to numerous claw-back requests by the Debtors and AFI during this time, Kramer Levin also necessarily spent time reviewing those requests and responding appropriately.

59. In addition to reviewing and analyzing all discovery produced, Kramer Levin also spent time preparing and taking the depositions of the Debtors' fact and expert witnesses—namely, Mark Renzi, Marc Puntus, Karn Chopra, John Ruckdaschel, Tammy Hamzehpour, Jeff Cancelliere, Timothy Devine, Thomas Marano, John Mack, James Whitlinger,

Frank Sillman, and Jeffrey Lipps—and participated in the depositions of other parties’ witnesses in support of the RMBS 9019 Motion. Each deposition required a review and analysis of voluminous relevant documents, as well as the preparation of deposition outlines for each witness.

60. Simultaneously, during the Second Interim Period, Kramer Levin continued spending a significant amount of time researching the legal and factual issues raised by the RMBS 9019 Motion, and preparing internal memoranda regarding the results of such research. Kramer Levin continued to hold numerous meetings with the Committee’s professionals and experts regarding the status of the Committee’s analysis of the Debtors’ RMBS 9019 Motion.

61. After expending significant efforts both with discovery as well as legal and factual analysis, Kramer Levin prepared a memorandum for the Committee setting forth its recommendations on how to proceed with respect to the motion. After multiple lengthy discussions with the Committee and Committee members, the Committee voted to object to the Debtors’ RMBS 9019 Motion. As directed by the Committee, Kramer Levin prepared a comprehensive objection to the Debtors’ RMBS 9019 Motion, objecting to the proposed settlement on the grounds that, among other things, the settlement was not negotiated at arm’s-length and the amount of the settlement did not fall within the range of reasonableness. In support of the objection, Kramer Levin worked with the Committee’s experts on their expert analysis of the proposed settlement and reports explaining the results of such analysis. To facilitate negotiations, however, Kramer Levin and other parties-in-interest determined not to publicly file the objections at the time, but rather serve the objections on certain parties on a confidential basis and adjourn the hearing on the RMBS 9019 Motion to the week of March 18,

2013. Discovery and depositions continued during this time, and Kramer Levin defended the depositions of the Committee's experts, as well as spent time reviewing and analyzing the objections of certain individual Committee members and the response of the RMBS Trustees. Continuing into late December, Kramer Levin expended efforts preparing for the eventual evidentiary trial on the RMBS 9019 Motion, including preparing cross-examination outlines of the witnesses testifying in support of the motion, and working with the Committee's experts regarding their analysis of the proposed RMBS Settlement Agreement.

G. Committee Meetings/ Communications

Kramer Levin Billing Code: 10

(Fees: \$501,124.50 / Hours Billed: 715.60)

62. This matter relates to in-person and telephonic Committee meetings and conference calls with individual Committee members and with the Committee's other legal and financial advisors. Kramer Levin, together with the Committee's special borrower counsel, financial advisor and investment banker, coordinates all of the Committee's activities, including attending to member issues and setting agendas for Committee conference calls and meetings.

63. Specifically, during the Second Interim Period, Kramer Levin, together with the other Committee professionals, held numerous regularly scheduled conference calls and in-person meetings with the full Committee and its advisors, as well as multiple ad hoc calls with the Committee and its advisors to discuss developments related to the case. Given the level of activity in these cases, these Committee meetings and calls routinely lasted many hours and required extensive preparation by Kramer Levin and the other Committee professionals. Additionally, Committee meetings and calls were held frequently and often times scheduled on an emergency or short term basis. During Committee calls, Kramer Levin discussed key near-term and long-term issues with the full Committee and its advisors. Frequently, due to the number and complexity of items on the agenda for a given Committee meeting, the participation

of multiple professionals was necessary to ensure that Kramer Levin could be responsive to Committee members' questions as they arise. To the extent a professional was only addressing a discrete number of items on the agenda, such professional would only participate in the meeting for the period of time during which those items were discussed.

64. Prior to such meetings, Kramer Levin reviewed each pending matter requiring the Committee's attention and underlying documentation in connection therewith and coordinated advice with the Committee's financial advisor and investment banker. In addition, Kramer Levin held weekly calls or in-person meetings with the Committee co-chairs to review items to be discussed at the upcoming Committee meeting and formulate an agenda for such meetings. Kramer Levin then circulated an agenda to the Committee prior to each Committee meeting, along with written overviews, analyses, and presentations addressing many of the issues to be discussed at the meeting. Thereafter, Kramer Levin analyzed each of these matters with the Committee, as well as individual Committee members, and assisted the Committee in formulating a position with respect to each matter. Kramer Levin also maintained minutes of each Committee meeting.

65. In addition, Kramer Levin provided Committee members with daily case update emails on the status of case issues and any new pleadings or issues that arose between Committee meetings or Committee calls. Kramer Levin also regularly communicated with individual Committee members via email and telephone regarding case inquiries.

H. Motions/Regulatory Issues

Kramer Levin Billing Codes: 11 and 24

(Matter 11 Fees: \$362,239.50 / Hours Billed: 536.90)

(Matter 24 Fees: \$4,252.50 / Hours Billed: 5.60)

66. Throughout the Second Interim Period, Kramer Levin reviewed, analyzed, summarized, and provided recommendations to the Committee with respect to numerous legal,

financial, and business aspects of motions filed by the Debtors and other parties-in-interest in these Chapter 11 Cases. To adequately protect creditor rights and assert the Committee's positions, Kramer Levin, when directed to do so by the Committee, prepared formal and informal responses to motions and other requests for relief. During the Second Interim Period, certain salient motions summarized by Kramer Levin and discussed in detail with the Committee included, among others:

67. PricewaterhouseCoopers Motion. On September 5, 2012, the Debtors filed a motion seeking authorization to make payments to PricewaterhouseCoopers, LLP ("**PwC**") for foreclosure review services in furtherance of the Debtors' obligations under the FRB Consent Order (as defined in the motion) [Docket No. 1357] (the "**PwC Motion**").⁴ The Committee was concerned not only with the Debtors' request to pay an exorbitant \$250 million or more to PwC as an administrative expense claim, but with the Debtors' determination to seek authority to make such payments in light of AFI's joint and several liability under the PwC engagement letter and secondary liability under the Consent Order itself. Accordingly, on behalf of the Committee, Kramer Levin drafted and filed an objection [Docket No. 1493] as well as a supplemental objection [Docket No. 1725] to the PwC Motion. During this time, Kramer Levin also sought informal discovery from the Debtors in connection with the motion. After negotiations, the parties agreed to allow the motion on an interim basis—while reserving all rights to assert claims and causes of action against all parties, including AFI, for contribution and/or indemnification—and revisit the issues raised by the relief requested in early January 2013.

⁴ Together with the PwC Motion, the Debtors filed motions seeking to retain Pepper Hamilton, LLP and Hudson Cook, LLP also in connection with foreclosure review obligations under the FRB Consent Order [Docket Nos. 1426 and 1427]. Because of the similarities in the nature of the relief requested by the PwC Motion and related retention applications, the Committee addressed the motions together.

68. The Debtors' obligations under the Consent Order were not the only instance of regulatory oversight in the chapter 11 cases. After retaining special regulatory counsel in December 2012, Kramer Levin spent time working with the Committee's special regulatory counsel to address government-related issues, and strategize on the best possible way for the Committee to interact with the government during the chapter 11 cases.

69. Borrower Committee Motion. During the First Interim Period, on August 24, 2012, Mr. Robert Brown, on behalf of certain homeowners/borrowers, filed a motion seeking the appointment of an official committee of borrowers/homeowners [Docket No. 1264]. This motion was ultimately contested by the Debtors, the Committee and certain other parties-in-interest. Specifically, the Committee had concerns about the purpose an official borrowers committee would serve, as well as the potential, duplication and expense that would be caused by an additional official committee in the chapter 11 cases. In connection therewith, during the Second Interim Period, Kramer Levin spent time researching the issues raised by the motion, as well as drafting and filing the Committee's objection to the appointment of a borrowers committee [Docket No. 1449]. As discussed in further detail below, the Committee ultimately selected and retained special counsel to specifically address borrower-related issues in these Chapter 11 Cases. With the Committee's engagement of special borrower counsel, the Court denied the movants' motion and declined to appoint an official committee of borrowers.

70. Class Claim Motion. On November 2, 2012, counsel for the putative class representatives in the *Kessler* class action litigation filed a motion seeking authority to file a class claim and class certification under Bankruptcy Rule 7023 [Docket No. 2044]. On December 3, 2012, the Debtors filed an objection to the class certification motion [Docket No. 2337], and the hearing on the motion was subsequently adjourned to late February 2013. During

the Second Interim Period, Kramer Levin conducted research and worked with plaintiffs' counsel and special borrower counsel to the Committee to understand the impact of the issues raised by both the putative class representatives and the Debtors relating to the relief requested, and drafted detailed summaries and recommendations for Committee members in connection therewith.

I. Court Hearings

Kramer Levin Billing Code: 12

(Fees: \$230,192.00 / Hours Billed: 338.90)

71. In the Second Interim Period, the court held eight hearings regarding a wide variety of issues related to these Chapter 11 Cases, in addition to a number of status conferences (both in-court and telephonic) and chambers conferences to address specific issues raised by contested matters.⁵ Kramer Levin spent a significant amount of time preparing for and participating in hearings and status conferences, including the following:

- Multiple hearings relating to the sale of the Debtors' Platform and HFS loan assets, including the pre-auction objections of various parties, and the Sale Hearings at which the sales were approved;
- Hearings related to progress in the development of a chapter 11 plan, including the appointment of a Mediator, multiple extensions of the Debtors' exclusive period to file a plan, and status updates of the Examiner's Investigation;
- Numerous in-person and telephonic status conferences regarding the Debtors' RMBS 9019 Motion, including issues regarding the scheduling and adjournment of the trial on the RMBS 9019 Motion as well as numerous discovery-related disputes;
- Hearing on the Committee's motion for standing to prosecute and settle certain claims against the junior secured noteholders on behalf of the Debtors' estates;
- Hearing on the Debtors' motions seeking to compensate PwC, LLP, and retain Pepper Hamilton and Hudson Cook;
- Hearing on the amended KEIP program;
- Hearing on the motion to amend the Barclays DIP Facility;

⁵ Hearings and status conferences were held on the following dates: (i) September 11, 2012; (ii) September 19, 2012; (iii) September 27, 2012; (iv) October 4, 2012; (v) October 10, 2012; (vi) October 17, 2012; (vii) November 19, 2012; (viii) November 20, 2012; and (ix) December 20, 2012. Hearings were originally scheduled for October 31, 2012 and November 5, 2012 but were cancelled due to Court closings as a result of Hurricane Sandy.

- Hearing on the motion to appoint a borrowers committee and the Committee's retention of special counsel for borrower-related issues; and
- Hearing on First Interim Fee Applications, which included a consensual resolution of the objection of the U.S. Trustee.

72. Kramer Levin also spent a significant amount of time negotiating with the Debtors and various other parties in an attempt to resolve the Committee's concerns relating to these matters prior to each hearing, or to reduce or eliminate disputes such that the parties could obtain relief in a consensual and efficient manner, where applicable, thereby preserving estate and judicial resources. Due to the number and complexity of the items on an agenda for a given hearing, Kramer Levin frequently needed multiple professionals to attend court hearings and status conferences. In an effort to minimize the cost to the estate, however, those professionals would only attend the hearing until the matter requiring their expertise was heard. Each of the professionals attending a court hearing for a particular matter were necessary to ensure that Kramer Levin could appropriately and promptly respond to questions from the Court or issues raised by other parties-in-interest.

J. Employee Benefits / Executive Compensation

Kramer Levin Billing Code: 13

(Fees: \$185,294.00 / Hours Billed: 254.00)

73. After the Court's denial of the Debtors' proposed KEIP program in August 2012, Kramer Levin spent time reviewing the Debtors' revised KEIP program and ensuring that it adequately satisfied the standards of the Bankruptcy Code and was in the best interest of the Debtors' estates. After approval from the U.S. Trustee and the Committee, the Court approved the Debtors' revised KEIP program on October 18, 2012 [Docket No. 1795].

74. During the Second Interim Period, the Debtors also continued discussions with the Committee regarding a cost sharing arrangement with AFI on deferred compensation for certain senior executives. The Committee had significant concerns with the proposed

arrangement, which initially included a broad release of AFI. In this regard, Kramer Levin expended time negotiating modifications to the proposed release to ensure that the release was not inadvertently depriving the estate of valuable claims and causes of action against AFI. Kramer Levin also was able to clarify in the agreement that AFI was waiving all rights to seek indemnity or reimbursement from the Debtors as a result of making payments to the Debtors' employees. Kramer Levin also successfully negotiated other clarifications of ambiguities in the proposed order and agreement with the Debtors, all of which inured to the ultimate benefit of the estates.

75. In addition, at the urging of the Committee, the Debtors sought approval from the U.S. Department of the Treasury's Office of the Special Master for TARP Executive Compensation to delink the Debtors' management compensation from AFI's value. These efforts were successful, thereby providing the Debtors' senior management with greater independence from AFI going forward in these cases.

K. Claims Administration

Kramer Levin Billing Code: 16

(Fees: \$362,683.00 / Hours Billed: 606.70)

76. During the Second Interim Period, Kramer Levin continued engaging in discussions and meetings with each of the Committee members regarding their potential claims against the Debtors and their affiliates, including their potential claims against AFI. In furtherance of these discussions, Kramer Levin researched and analyzed the claims of major creditor constituencies, and prepared internal memoranda regarding the treatment and classification of such claims. Kramer Levin also held numerous internal meetings and discussions with Committee professionals regarding the analysis of such claims.

77. To date, there have been over 6,300 claims filed against the estates. Following the November bar date, Kramer Levin worked with the Committee's professionals to

review filed claims and began an analysis of the claims asserted. Kramer Levin's preliminary claims analysis involved an initial review of the filed proofs of claim, discussions with the Debtors regarding such claims, and the preparation of presentations for the Committee providing a broad overview of the billions of dollars in filed claims.

L. Creditor Inquiries

Kramer Levin Billing Code: 17

(Fees: \$26,829.50 / Hours Billed: 48.70)

78. During the Second Interim Period, Kramer Levin spent time discharging its duties under section 1102 of the Bankruptcy Code, maintaining call and e-mail logs of creditor inquiries, and providing general information to and answering specific questions, calls, e-mails and letters from general unsecured creditors on a variety of issues related to the Debtors' bankruptcy cases. In furtherance of these duties, Kramer Levin prepared and filed the Committee's motion to establish information sharing procedures [Docket No. 1408], which was approved by the Court on October 4, 2012 [Docket No. 1721]. In addition, after the Committee retained special counsel for borrower-related issues, Kramer Levin coordinated with special counsel to establish a protocol for handling and responding to borrower inquiries and concerns. During the Second Interim Period, Kramer Levin also spent time maintaining and updating the Committee's website.

M. Retention of Professionals

Kramer Levin Billing Code: 18

(Fees: \$96,644.50 / Hours Billed: 142.40)

79. During the Second Interim Period, Kramer Levin sought to retain a number of experts to assist with its analysis of the Debtors' RMBS 9019 Motion, each of whom was necessary to a full understanding of the proposed RMBS Settlement Agreement. Specifically, after interviewing multiple potential experts, the Committee elected to retain—and Kramer Levin assisted with the preparation of the Committee's applications to retain—San

Marino Business Partners, Coherent Economics, J F. Morrow and Analytic Focus, as well as engage Moelis in a supplemental role in connection with RMBS-related issues. Each of the retention applications for the Committee's RMBS experts was approved during the Second Interim Period.

80. The Committee also determined during this time that it was necessary and appropriate to retain: (i) Pachulski Stang Ziehl & Jones, LLP ("**PSZJ**") as co-counsel to represent the Committee on certain issues, (ii) SilvermanAcampora, LLP ("**SilvermanAcampora**") as special counsel to the Committee on borrower-related issues, and (iii) Wilmer Cutler Pickering Hale and Dorr LLP ("**WilmerHale**") as special counsel on regulatory matters. Prior to selecting these professionals, the Committee discussed and interviewed potential candidates for each of these positions. Thereafter, Kramer Levin spent time assisting PSZJ, SilvermanAcampora and WilmerHale in preparing their retention applications, in addition to responding to certain informal inquiries from the Debtors and the U.S. Trustee with respect to these applications. The Court ultimately approved the Committee's retention of PSZJ on January 9, 2013, approved the Committee's retention of SilvermanAcampora on November 30, 2012, and approved the Committee's retention of WilmerHale on January 25, 2013.

N. Fee Statements/ Applications

Kramer Levin Billing Code: 19

(Fees: \$207,835.50/ Hours Billed: 551.20)

81. During the Second Interim Period, Kramer Levin devoted time to drafting and preparing the First Interim Fee Application, including preparing and reviewing all accompanying exhibits and monthly fee statements in accordance with the Guidelines. In addition, Kramer Levin reviewed the monthly statements and fee applications of other professionals and prepared summary charts of each. Compliance with this process in chapter 11

cases of this size and complexity is an important and time-consuming effort. The amount of fees billed to this category represents 1.36% of the total fees requested for the Second Interim Period. The total fees billed to this matter also reflects a voluntary reduction of almost \$75,000.00 in fees primarily for time spent reviewing and revising monthly fee statements.

82. On December 6, 2012, the U.S. Trustee filed an omnibus objection to all professionals' fee applications. Kramer Levin necessarily spent time reviewing the U.S. Trustee's objection, and formulating an appropriate response to specific objections to Kramer Levin's fees and the fees of Committee professionals. Through negotiations, Kramer Levin was able to successfully resolve the objection by agreeing to a further reduction in fees of \$163,825.25 and \$2,654.87 in expenses. This resolution was set forth in the omnibus response of Kramer Levin, AlixPartners and Moelis, filed on December 18, 2012 [Docket No. 2742].

O. Automatic Stay

Kramer Levin Billing Code: 20

(Fees: \$51,982.50 / Hours Billed: 81.10)

83. During the Second Interim Period, Kramer Levin reviewed, analyzed, summarized and provided recommendations to the Committee with respect to the legal and financial aspects of motions filed by third parties to obtain relief from the automatic stay. Specifically, Kramer Levin, in conjunction with the Debtors' professionals and special borrower counsel, SilvermanAcampora, analyzed approximately 65 such motions and other filings on the subject, nearly all of which were resolved during this period. Additionally, Kramer Levin participated in weekly calls with SilvermanAcampora and the Debtors' professionals to ascertain and understand the professionals' positions on such motions, as well as the status of communications and negotiations with the movants, and reviewed all related filings, including objections, responses, stipulations and orders.

STATEMENT OF KRAMER LEVIN

84. The foregoing professional services performed by Kramer Levin were appropriate and necessary to the effective administration of these cases. They were in the best interests of creditors, the Debtors' estates and other parties-in-interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the problems, issues or tasks involved. The professional services were performed in an appropriately expeditious and efficient manner.

85. The majority of the services performed by partners and associates of Kramer Levin were rendered by Kramer Levin's Corporate Restructuring and Bankruptcy Group. Kramer Levin has a prominent practice in this area and enjoys a national reputation for its expertise in financial reorganizations and restructurings. The attorneys at Kramer Levin have represented creditor's committees and debtors in many chapter 11 cases. In addition, due to the facts and circumstances of the Debtors' Chapter 11 Cases, attorneys from Kramer Levin's corporate, litigation and tax practice groups, as well as attorneys in other specialized areas as necessary, were involved with Kramer Levin's representation of the Committee. Overall, Kramer Levin brings a particularly high level of skill and knowledge, which inured to the benefit of the Committee and assisted the Committee in carrying out its duties as a fiduciary for all unsecured creditors in these Chapter 11 Cases.

86. The professional services performed by Kramer Levin on behalf of the Committee during the Second Interim Period required an aggregate expenditure of 23,746.00 recorded hours by Kramer Levin's partners, counsel, associates and paraprofessionals. Of the aggregate time expended, 6,150.40 recorded hours were expended by partners and counsel of Kramer Levin, 15,567.60 recorded hours were expended by associates, and 2,028.00 recorded hours were expended by paraprofessionals of Kramer Levin.

87. Kramer Levin's hourly billing rates for attorneys working on these Chapter 11 Cases ranged from \$415 to \$990. Allowance of compensation in the amount requested will result in a blended hourly billing rate for attorneys of approximately \$673.28, and a total blended hourly billing rate (including paraprofessionals) of \$640.85. Such fees are reasonable relative to the customary compensation received by Kramer Levin from nonbankruptcy clients and by comparably skilled practitioners in comparable bankruptcy cases in a competitive national legal market.⁶

ACTUAL AND NECESSARY DISBURSEMENTS OF KRAMER LEVIN

88. As set forth in **Exhibit C** hereto, Kramer Levin has disbursed \$385,666.94 as expenses incurred in providing professional services during the Second Interim Period. Pursuant to Kramer Levin policy (which Kramer Levin submits is consistent with other New York City law firms), Kramer Levin pays certain expenses of professionals who work past 8:00 p.m. and on weekends and holidays in the service of its clients. These expenses include meal charges and car fares. While the UST Guidelines permit late-working professionals to use a car service, Kramer Levin has voluntarily limited its request for reimbursement to \$50 per trip to the extent that any such car fare exceeds this limit.⁷ Consistent with the UST Guidelines, Kramer Levin has also voluntarily reduced its request for reimbursement for late-working professionals' meal charges to \$20 per meal to the extent that such meal charges were in excess of this limit.⁸ This same \$20 per meal limitation was applied to all meal charges incurred in connection with

⁶ As noted above, attached hereto as **Exhibit B** is a schedule listing the hourly rate and the aggregate hours charged by Kramer Levin professionals who performed services for the Committee during the Second Interim Period.

⁷ In applying this policy, Kramer Levin did not request car fare expenses in the amount of \$17,423.93 incurred during the Second Interim Period.

⁸ In applying this policy, Kramer Levin did not request meal expenses in the amount of \$4,355.94 incurred during the Second Interim Period.

meetings.⁹ With respect to photocopying expenses, Kramer Levin voluntarily limited such charges to the lesser of \$0.10 per page or cost.¹⁰

89. These charges are intended to cover Kramer Levin's direct operating costs, which costs are not incorporated into Kramer Levin's hourly billing rates. Only clients who actually use services of the types set forth in **Exhibit C** are separately charged for such services.

90. Kramer Levin has made every effort to minimize its disbursements in these cases. The actual expenses incurred in providing professional services were absolutely necessary, reasonable, and justified under the circumstances to serve the needs of the Committee.

THE REQUESTED COMPENSATION SHOULD BE ALLOWED

91. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 1103 of the Bankruptcy Code "reasonable compensation for actual necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1). Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

(A) the time spent on such services;

⁹ In applying this policy, Kramer Levin did not request meal expenses incurred in connection with meetings in the amount of \$6,846.59 incurred during the Second Interim Period. A detailed breakdown of the meeting charges per person is attached hereto as **Exhibit C-2**.

¹⁰ In applying this policy, Kramer Levin did not request photocopying charges in the amount of \$68,868.22 incurred during the Second Interim Period. A detailed breakdown of the photocopying charges per page is attached hereto as **Exhibit C-3**.

- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

92. Kramer Levin respectfully submits that the amount of compensation requested during the Second Interim Period is reasonable considering the nature, extent and value of the professional services performed during the Chapter 11 Cases. The fees sought in this Application reflect an aggregate of 23,746.00 hours expended by Kramer Levin attorneys and paraprofessionals performing necessary services. Work was carefully assigned to appropriate attorneys or paraprofessionals according to the experience and level of expertise required for each particular task and without unnecessary duplication. As discussed above, the rates charged by Kramer Levin for these services are reasonable relative to rates charged by Kramer Levin to nonbankruptcy clients and other professionals of comparable skill and competence in New York City. Kramer Levin has undertaken to minimize costs to the Debtors' estates while ensuring that the Committee receives the highest quality representation.

93. The services for which Kramer Levin seeks compensation in this Application were at the time rendered necessary for, beneficial to, and in the best interests of, the Committee and the Debtors' estates. During the Second Interim Period, Kramer Levin worked diligently to maximize the value of the Debtors' estates for the benefit of all unsecured creditors.

The services rendered by Kramer Levin were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved.

94. Kramer Levin has a national reputation for its expertise and experience in financial and bankruptcy reorganizations and restructurings and as noted above, the compensation is reasonably based on customary compensation charged by other practitioners in non-bankruptcy cases. Based on an application of the above factors and its compliance with the Guidelines, Kramer Levin respectfully submits that approval of the compensation sought herein is warranted.

NOTICE

95. Pursuant to the Interim Compensation Order, notice of this Application has been given to the Notice Parties, and the Committee submits that no other or further notice need be provided.

NO PRIOR REQUEST

96. No prior request for the relief sought in this Application has been made to this or any other court.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an order (i) awarding Kramer Levin the interim allowance of (a) fees for the Second Interim Period in the amount of \$15,217,784.50, and (b) reimbursement for actual and necessary expenses Kramer Levin incurred during the Second Interim Period in the amount of \$385,666.94; (ii) authorizing and directing the Debtors to pay Kramer Levin all unpaid fees and expenses for the Second Interim Period; (iii) authorizing and directing the Debtors to pay Kramer Levin for all compensation held back in connection with allowed fees under the First Interim Fee Application; and (iv) granting such other relief as is just and proper.

Dated: New York, New York
March 14, 2013

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: /s/ Kenneth H. Eckstein

Kenneth H. Eckstein

Douglas H. Mannal

Stephen D. Zide

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

EXHIBIT A

Certification of Kenneth H. Eckstein

KRAMER LEVIN NAFTALIS & FRANKEL LLP

Kenneth H. Eckstein

Douglas H. Mannal

Stephen D. Zide

1177 Avenue of the Americas

New York, New York 10036

Telephone: (212) 715-9100

Facsimile: (212) 715-8000

*Counsel for the Official Committee
of Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re: : Chapter 11
:
Residential Capital, LLC, et al., : Case No. 12-12020 (MG)
:
Debtors. : Jointly Administered
-----X

**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS IN RESPECT OF SECOND APPLICATION OF
KRAMER LEVIN NAFTALIS & FRANKEL LLP
FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Kenneth H. Eckstein, hereby certify that:

1. I am a member of Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”). Kramer Levin submits this second application for interim compensation in accordance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on January 23, 2013 (the “**Local Guidelines**”), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “**UST Guidelines**”) and the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket

No. 797] entered in these Chapter 11 Cases (the “**Interim Compensation Order**” and together with the Local Guidelines and UST Guidelines, the “**Guidelines**”).

2. This certification is made in respect of Kramer Levin’s application, dated March 14, 2013 (the “**Application**”), for interim allowance of compensation for professional services and reimbursement of expenses for the period commencing September 1, 2012 through and including December 31, 2012 (the “**Second Interim Period**”) in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Guidelines and the UST Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with the practices customarily employed by Kramer Levin and generally accepted by Kramer Levin’s clients; and
- d. in providing a reimbursable service, Kramer Levin does not make a profit on that service, whether the service is performed by Kramer Levin in-house or through a third party.

4. In respect of section B.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that Kramer Levin has complied with the provision requiring it to provide the appropriate notice parties, on a monthly basis, with a statement of Kramer Levin’s fees and disbursements accrued during the previous month.

5. In respect of Section B.3 of the Local Guidelines, I certify that counsel for the Debtors, the chairs of the Committee, and the United States Trustee for the Southern District of New York are each being provided with a copy of this Application.

Dated: New York, New York
March 14, 2013

/s/ Kenneth H. Eckstein
Kenneth H. Eckstein

EXHIBIT B

SUMMARY OF PROFESSIONALS

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Kenneth H. Eckstein	Bankruptcy	1980	Partner	990	605.20	599,148.00
Christine Lutgens	Employee Benefits	2000	Partner	940	2.30	2,162.00
Philip Kaufman	Litigation	1977	Partner	940	785.10	737,994.00
Jeffrey S. Trachtman	Litigation	1985	Partner	890	385.30	342,917.00
Philip Bentley	Bankruptcy	1985	Partner	865	792.60	685,599.00
Gregory A. Horowitz	Litigation	1991	Partner	865	61.50	53,197.50
Barry Herzog	Tax	1992	Partner	865	11.40	9,861.00
Laurence Pettit	Corporate	1990	Partner	840	246.30	206,892.00
Kenneth Chin	Corporate	1988	Partner	840	115.00	96,600.00
Shari K. Krouner	Corporate	1985	Partner	840	209.20	175,728.00
Gilbert Liu	Corporate	1996	Partner	815	80.10	65,281.50
Paul M. Ritter	Employment	1980	Partner	815	57.90	47,188.50
John Bessonette	Corporate	1999	Partner	790	201.70	159,343.00
Jennifer Rochon	Litigation	1998	Partner	790	277.70	219,383.00
Norman Simon	Litigation	1998	Partner	790	524.80	414,592.00
P. Bradley O'Neill	Bankruptcy	1991	Partner	790	299.30	236,447.00
Steven Sparling	Litigation	1999	Partner	790	248.40	196,236.00
Douglas Mannal	Bankruptcy	2001	Partner	790	846.90	669,051.00
Richard Rudder	Corporate	1967	Counsel	965	47.20	45,548.00
Elise Frejka	Bankruptcy	1991	Special Counsel	755	224.30	169,346.50
Brendan M. Schulman	Litigation	2001	Special Counsel	750	128.20	96,150.00
Mark Chass	Bankruptcy	1991	Associate	745	338.20	251,959.00
Joel Taylor	Litigation	2001	Associate	745	8.00	5,960.00
Jeffrey Taylor	Corporate	2001	Associate	745	203.00	151,235.00
Craig L. Siegel	Litigation	1999	Associate	745	454.20	338,379.00
Natan Hamerman	Litigation	2002	Associate	745	374.10	278,704.50
Fabien Carruzzo	Corporate	2005	Associate	720	7.60	5,472.00
David Blabey	Bankruptcy	2005	Associate	720	358.00	257,760.00
Stephen Zide	Bankruptcy	2005	Associate	720	827.30	595,656.00
Matthew Abbott	Intellectual Property	2006	Associate	700	67.50	47,250.00
Samantha V. Ettari	Litigation	2005	Associate	700	421.00	294,700.00
Arielle Warshall-Katz	Litigation	2006	Associate	700	645.20	451,640.00
Elan Daniels	Bankruptcy	2009	Associate	700	302.40	211,680.00
Jason Amster	Corporate	2006	Associate	700	180.60	126,420.00

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Marissa Leung	Corporate	2006	Associate	700	15.30	10,710.00
Michael Brooks	Corporate	2006	Associate	700	39.60	27,720.00
Carol Archer	Corporate	2006	Associate	700	42.60	29,820.00
Adina C. Levine	Litigation	2007	Associate	685	506.00	346,610.00
Matthew Moses	Litigation	2007	Associate	685	232.10	158,988.50
Jennifer Sharret	Bankruptcy	2008	Associate	670	26.90	18,023.00
Joseph A Shifer	Bankruptcy	2010	Associate	670	569.00	381,230.00
Dannie Cho	Litigation	2009	Associate	635	711.00	451,485.00
Kristin Coleman	Litigation	2009	Associate	635	492.00	312,420.00
Carl Duffield	Litigation	2009	Associate	635	651.20	413,512.00
Samantha Ford	Litigation	2009	Associate	635	698.80	443,738.00
Nicole Foley	Litigation	2009	Associate	635	36.00	22,860.00
Jason Rappaport	Bankruptcy	2009	Associate	635	10.20	6,477.00
Michael Mellin	Litigation	2010	Associate	635	512.00	325,120.00
Alexandra Gil	Intellectual Property	2009	Associate	630	21.60	13,608.00
Andrew Estes	Litigation	2010	Associate	595	52.50	31,237.50
Megan Daneshrad	Litigation	2010	Associate	595	21.00	12,495.00
Ashley Miller	Litigation	2010	Associate	595	427.30	254,243.50
Kristin DiFrancesco	Litigation	2011	Associate	545	571.10	311,249.50
Matthew Ziegler	Bankruptcy	2011	Associate	545	22.10	12,044.50
Lynda Tricarico	Litigation	2011	Associate	545	14.20	7,739.00
Jeffrey Dunlap	Litigation	N/A	Associate	545	548.10	298,714.50
Shai Schmidt	Bankruptcy	2010	Associate	545	187.80	102,351.00
Sarah N. Rosen	Litigation	2011	Associate	545	282.30	153,853.50
Brandon J.T. Cody	Corporate	2011	Associate	545	28.40	15,478.00
Daniel J. Brody	Corporate	2011	Associate	545	238.20	129,819.00
Matthew Weiss	Corporate	2011	Associate	545	29.10	15,859.50
Rachael L. Ringer	Bankruptcy	2011	Associate	545	876.70	477,801.50
Sarah Kaehler	Corporate	2011	Associate	545	6.10	3,324.50
Mary K. Guccion	Bankruptcy	2009	Associate	545	17.90	9,755.50
Aakash Jariwala	Intellectual Property	2011	Associate	540	379.20	204,768.00
Matthew Olinzock	Intellectual Property	2011	Associate	540	190.10	102,654.00
Kurt Denk	Litigation	2011	Associate	485	673.60	326,696.00
Emily Tabak	Litigation	2012	Associate	485	203.70	98,794.50
Dori Y. Mirvis	Corporate	2012	Associate	485	59.80	29,003.00
Michael C. Hill	Corporate	2012	Associate	485	84.10	40,788.50
Anastasia N. Kaup	Bankruptcy	2011	Associate	485	63.90	30,991.50
Ilona Gont	Intellectual Property	2012	Associate	480	27.20	13,056.00

<u>Name</u>	<u>Department</u>	<u>Year Admitted to the Bar</u>	<u>Title</u>	<u>Billing Rate</u>	<u>Hours</u>	<u>Amount</u>
Francesca Butnick	Intellectual Property	2012	Associate	480	61.20	29,376.00
Joshua B. Cahn	Bankruptcy	2008	Associate	440	144.10	63,404.00
Elizabeth Wieckowski	Intellectual Property	1996	Associate	420	37.80	15,876.00
Nathaniel Allard	Bankruptcy	2013	Associate	415	535.50	222,232.50
Alice Byowitz	Bankruptcy	N/A	Associate	415	55.70	23,115.50
Rachael De Chacon	Corporate	N/A	Associate	415	34.00	14,110.00
Jennifer Li	Corporate	N/A	Associate	415	53.30	22,119.50
Samantha Kagan	Employment Law	N/A	Associate	415	274.70	114,000.50
Sarah Gribbon	Bankruptcy	N/A	Associate	415	265.00	109,975.00
Yael Steiner	Corporate	2012	Associate	415	24.30	10,084.50
Lisa Neunder	Litigation	2006	Associate	330	326.20	107,646.00
Hunter Vanaria	Bankruptcy	N/A	Paralegal	310	53.10	16,461.00
Kimesha Scarbrough	Litigation	N/A	Paralegal	295	226.70	66,876.50
Denise L. Reid	Litigation	N/A	Paralegal	295	178.20	52,569.00
Dominador E. Almeda	Corporate	N/A	Paralegal	295	24.70	7,286.50
Rachel L. Goot	Litigation	N/A	Paralegal	295	197.90	58,380.50
Roland Bain	Litigation	N/A	Paralegal	295	17.50	5,162.50
Anne Stackpoole	Litigation	N/A	Paralegal	295	449.70	132,661.50
Phillip Renee	Litigation	N/A	Paralegal	295	72.60	21,417.00
Dawn Cifone	Litigation	N/A	Paralegal	295	434.50	128,177.50
Aliya Shain	Bankruptcy	N/A	Paralegal	285	315.60	89,946.00
Henry Yan	Intellectual Property	N/A	Paralegal	285	57.50	16,387.50
Total:					23,746.00	\$15,217,784.50

EXHIBIT C

SUMMARY OF EXPENSES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	34,299.13
MESSENGER / COURIER	651.29
WESTLAW ON-LINE RESEARCH	90,787.58
CONFERENCE CALLS	110,026.83
LEXIS/NEXIS ON-LINE RESEARCH	84,349.14
COURTLINK SEARCHES	15.47
DIGITAL CONVERSION	2,142.08
CAR SERVICE / CAB FARES	17,137.83
OVERTIME MEALS / IN-HOUSE	11,818.85
CORP. SVC. FILING FEES	150.04
DOCUMENT RETRIEVAL FEES	7,843.84
TRANSCRIPT FEES	857.45
MEETINGS	25,587.41
TOTAL:	\$385,666.94

EXHIBIT C-1

EXPENSES DETAIL

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

November 16, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 607659
066069

FOR PROFESSIONAL SERVICES rendered through September 30, 2012,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES \$89,714.95

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 607659
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	5,267.10
CONFERENCE CALLS	24,145.98
WESTLAW ON-LINE RESEARCH	25,294.30
LEXIS/NEXIS ON-LINE RESEARCH	21,103.37
MESSENGER/COURIER	43.48
CAR SERVICE/CAB FARES	3,911.34
OVERTIME MEALS/IN-HOUSE	2,932.16
DOCUMENT RETRIEVAL FEES	2,302.50
TRANSCRIPT FEES	588.45
MEETINGS	<u>4,126.27</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$89,714.95</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/04/12	PHOTOCOPYING	0.20
09/04/12	PHOTOCOPYING	0.10
09/04/12	PHOTOCOPYING	1.10
09/04/12	PHOTOCOPYING	170.80
09/05/12	PHOTOCOPYING	8.40
09/05/12	PHOTOCOPYING	0.60
09/05/12	PHOTOCOPYING	1.60
09/05/12	PHOTOCOPYING	66.00
09/05/12	PHOTOCOPYING	0.50

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09/06/12	PHOTOCOPYING	9.00
09/06/12	PHOTOCOPYING	0.70
09/06/12	PHOTOCOPYING	2.60
09/06/12	PHOTOCOPYING	0.80
09/06/12	PHOTOCOPYING	9.60
09/06/12	PHOTOCOPYING	33.60
09/06/12	PHOTOCOPYING	69.80
09/07/12	PHOTOCOPYING	36.80
09/07/12	PHOTOCOPYING	15.20
09/07/12	PHOTOCOPYING	16.30
09/10/12	PHOTOCOPYING	8.80
09/10/12	PHOTOCOPYING	28.80
09/10/12	PHOTOCOPYING	7.50
09/10/12	PHOTOCOPYING	16.00
09/10/12	PHOTOCOPYING	57.80
09/10/12	PHOTOCOPYING	0.60
09/10/12	PHOTOCOPYING	2.70
09/11/12	PHOTOCOPYING	184.30
09/11/12	PHOTOCOPYING	47.30
09/12/12	PHOTOCOPYING	11.60
09/12/12	PHOTOCOPYING	27.00
09/12/12	PHOTOCOPYING	1.40
09/12/12	PHOTOCOPYING	1.40
09/12/12	PHOTOCOPYING	217.10
09/13/12	PHOTOCOPYING	43.60
09/13/12	PHOTOCOPYING	2.40
09/14/12	PHOTOCOPYING	20.00
09/14/12	PHOTOCOPYING	22.60
09/14/12	PHOTOCOPYING	11.60
09/14/12	PHOTOCOPYING	0.50

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09/14/12	PHOTOCOPYING	104.80
09/14/12	PHOTOCOPYING	91.60
09/14/12	PHOTOCOPYING	112.80
09/18/12	PHOTOCOPYING	6.80
09/18/12	PHOTOCOPYING	0.80
09/18/12	PHOTOCOPYING	7.10
09/18/12	PHOTOCOPYING	145.80
09/18/12	PHOTOCOPYING	70.00
09/18/12	PHOTOCOPYING	1.20
09/18/12	PHOTOCOPYING	20.10
09/18/12	PHOTOCOPYING	85.20
09/18/12	PHOTOCOPYING	2.40
09/19/12	PHOTOCOPYING	2.40
09/19/12	PHOTOCOPYING	2.80
09/19/12	PHOTOCOPYING	109.60
09/19/12	PHOTOCOPYING	0.20
09/19/12	PHOTOCOPYING	32.40
09/19/12	PHOTOCOPYING	1.20
09/19/12	PHOTOCOPYING	3.60
09/19/12	PHOTOCOPYING	27.30
09/20/12	PHOTOCOPYING	12.80
09/20/12	PHOTOCOPYING	294.60
09/20/12	PHOTOCOPYING	4.80
09/20/12	PHOTOCOPYING	2.90
09/20/12	PHOTOCOPYING	47.40
09/20/12	PHOTOCOPYING	458.90
09/20/12	PHOTOCOPYING	0.10
09/20/12	PHOTOCOPYING	1.60
09/20/12	PHOTOCOPYING	9.60
09/20/12	PHOTOCOPYING	1.60

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09/20/12	PHOTOCOPYING	28.60
09/21/12	PHOTOCOPYING	189.00
09/21/12	PHOTOCOPYING	14.60
09/21/12	PHOTOCOPYING	0.70
09/21/12	PHOTOCOPYING	32.40
09/21/12	PHOTOCOPYING	1.80
09/21/12	PHOTOCOPYING	60.70
09/23/12	PHOTOCOPYING	0.20
09/23/12	PHOTOCOPYING	30.40
09/24/12	PHOTOCOPYING	22.00
09/24/12	PHOTOCOPYING	0.30
09/25/12	PHOTOCOPYING	3.00
09/25/12	PHOTOCOPYING	40.20
09/25/12	PHOTOCOPYING	2.50
09/25/12	PHOTOCOPYING	27.60
09/25/12	PHOTOCOPYING	27.40
09/25/12	PHOTOCOPYING	16.40
09/25/12	PHOTOCOPYING	0.30
09/25/12	PHOTOCOPYING	0.30
09/25/12	PHOTOCOPYING	45.60
09/25/12	PHOTOCOPYING	1.10
09/26/12	PHOTOCOPYING	40.20
09/27/12	PHOTOCOPYING	335.60
09/27/12	PHOTOCOPYING	16.60
09/27/12	PHOTOCOPYING	230.20
09/27/12	PHOTOCOPYING	11.70
09/27/12	PHOTOCOPYING	87.60
09/27/12	PHOTOCOPYING	1.70
09/27/12	PHOTOCOPYING	0.80
09/28/12	PHOTOCOPYING	2.40

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09/28/12	PHOTOCOPYING	0.30
09/28/12	PHOTOCOPYING	98.10
09/28/12	PHOTOCOPYING	121.00
09/04/12	PHOTOCOPYING	9.90
09/05/12	PHOTOCOPYING	15.40
09/05/12	PHOTOCOPYING	26.10
09/05/12	PHOTOCOPYING	45.60
09/18/12	PHOTOCOPYING	36.80
09/19/12	PHOTOCOPYING	128.20
09/20/12	PHOTOCOPYING	15.00
09/20/12	PHOTOCOPYING	72.00
09/21/12	PHOTOCOPYING	478.20
09/21/12	PHOTOCOPYING	32.00
09/23/12	PHOTOCOPYING	21.00
09/23/12	PHOTOCOPYING	9.70
09/24/12	PHOTOCOPYING	16.40
09/25/12	PHOTOCOPYING	<u>50.40</u>
	TOTAL PHOTOCOPYING	\$5,267.10

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/24/12	CONFERENCE CALLS	48.01
09/24/12	CONFERENCE CALLS	34.82
09/24/12	CONFERENCE CALLS	439.34
09/24/12	CONFERENCE CALLS	128.03
09/24/12	CONFERENCE CALLS	141.61
09/24/12	CONFERENCE CALLS	37.70
09/24/12	CONFERENCE CALLS	85.99
09/24/12	CONFERENCE CALLS	11,677.37
09/24/12	CONFERENCE CALLS	1,238.51
09/24/12	CONFERENCE CALLS	62.68

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09/24/12	CONFERENCE CALLS	1,311.76
09/24/12	CONFERENCE CALLS	217.00
09/24/12	CONFERENCE CALLS	76.72
09/24/12	CONFERENCE CALLS	411.05
09/24/12	CONFERENCE CALLS	22.75
09/24/12	CONFERENCE CALLS	7,369.53
09/24/12	CONFERENCE CALLS	35.88
09/24/12	CONFERENCE CALLS	120.11
09/24/12	CONFERENCE CALLS	5.98
09/24/12	CONFERENCE CALLS	268.82
09/24/12	CONFERENCE CALLS	7.25
09/24/12	CONFERENCE CALLS	17.73
09/24/12	CONFERENCE CALLS	4.12
09/24/12	CONFERENCE CALLS	6.94
09/24/12	CONFERENCE CALLS	88.45
09/24/12	CONFERENCE CALLS	173.83
09/26/12	CONFERENCE CALLS	<u>114.00</u>
	TOTAL CONFERENCE CALLS	\$24,145.98

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/05/12	WESTLAW ON-LINE RESEARCH	34.74
09/05/12	WESTLAW ON-LINE RESEARCH	1,287.56
09/06/12	WESTLAW ON-LINE RESEARCH	90.54
09/06/12	WESTLAW ON-LINE RESEARCH	283.20
09/06/12	WESTLAW ON-LINE RESEARCH	576.08
09/06/12	WESTLAW ON-LINE RESEARCH	6.84
09/06/12	WESTLAW ON-LINE RESEARCH	156.34
09/07/12	WESTLAW ON-LINE RESEARCH	163.92
09/07/12	WESTLAW ON-LINE RESEARCH	45.27
09/07/12	WESTLAW ON-LINE RESEARCH	13.69
09/09/12	WESTLAW ON-LINE RESEARCH	395.59

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09/10/12	WESTLAW ON-LINE RESEARCH	7.90
09/10/12	WESTLAW ON-LINE RESEARCH	55.80
09/10/12	WESTLAW ON-LINE RESEARCH	1,099.64
09/10/12	WESTLAW ON-LINE RESEARCH	296.11
09/10/12	WESTLAW ON-LINE RESEARCH	848.44
09/10/12	WESTLAW ON-LINE RESEARCH	32.66
09/10/12	WESTLAW ON-LINE RESEARCH	8.68
09/10/12	WESTLAW ON-LINE RESEARCH	425.86
09/11/12	WESTLAW ON-LINE RESEARCH	1,158.60
09/11/12	WESTLAW ON-LINE RESEARCH	52.27
09/11/12	WESTLAW ON-LINE RESEARCH	361.12
09/11/12	WESTLAW ON-LINE RESEARCH	265.92
09/11/12	WESTLAW ON-LINE RESEARCH	1,366.82
09/11/12	WESTLAW ON-LINE RESEARCH	69.48
09/11/12	WESTLAW ON-LINE RESEARCH	198.72
09/11/12	WESTLAW ON-LINE RESEARCH	34.74
09/11/12	WESTLAW ON-LINE RESEARCH	453.49
09/12/12	WESTLAW ON-LINE RESEARCH	15.53
09/12/12	WESTLAW ON-LINE RESEARCH	195.31
09/12/12	WESTLAW ON-LINE RESEARCH	173.72
09/12/12	WESTLAW ON-LINE RESEARCH	232.67
09/12/12	WESTLAW ON-LINE RESEARCH	34.74
09/12/12	WESTLAW ON-LINE RESEARCH	1,145.97
09/12/12	WESTLAW ON-LINE RESEARCH	153.75
09/12/12	WESTLAW ON-LINE RESEARCH	292.68
09/12/12	WESTLAW ON-LINE RESEARCH	2.63
09/12/12	WESTLAW ON-LINE RESEARCH	32.66
09/13/12	WESTLAW ON-LINE RESEARCH	109.24
09/13/12	WESTLAW ON-LINE RESEARCH	25.14
09/13/12	WESTLAW ON-LINE RESEARCH	122.12

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09/13/12	WESTLAW ON-LINE RESEARCH	215.83
09/13/12	WESTLAW ON-LINE RESEARCH	34.22
09/13/12	WESTLAW ON-LINE RESEARCH	125.81
09/14/12	WESTLAW ON-LINE RESEARCH	471.13
09/14/12	WESTLAW ON-LINE RESEARCH	17.37
09/14/12	WESTLAW ON-LINE RESEARCH	31.58
09/14/12	WESTLAW ON-LINE RESEARCH	6.85
09/14/12	WESTLAW ON-LINE RESEARCH	436.00
09/14/12	WESTLAW ON-LINE RESEARCH	48.83
09/14/12	WESTLAW ON-LINE RESEARCH	17.37
09/16/12	WESTLAW ON-LINE RESEARCH	592.99
09/17/12	WESTLAW ON-LINE RESEARCH	15.79
09/18/12	WESTLAW ON-LINE RESEARCH	61.06
09/19/12	WESTLAW ON-LINE RESEARCH	173.72
09/19/12	WESTLAW ON-LINE RESEARCH	117.39
09/19/12	WESTLAW ON-LINE RESEARCH	93.43
09/19/12	WESTLAW ON-LINE RESEARCH	669.84
09/19/12	WESTLAW ON-LINE RESEARCH	632.73
09/19/12	WESTLAW ON-LINE RESEARCH	32.66
09/20/12	WESTLAW ON-LINE RESEARCH	80.01
09/20/12	WESTLAW ON-LINE RESEARCH	160.02
09/20/12	WESTLAW ON-LINE RESEARCH	117.92
09/20/12	WESTLAW ON-LINE RESEARCH	704.57
09/20/12	WESTLAW ON-LINE RESEARCH	63.17
09/20/12	WESTLAW ON-LINE RESEARCH	96.33
09/20/12	WESTLAW ON-LINE RESEARCH	1,019.58
09/21/12	WESTLAW ON-LINE RESEARCH	272.06
09/21/12	WESTLAW ON-LINE RESEARCH	11.58
09/21/12	WESTLAW ON-LINE RESEARCH	100.54
09/21/12	WESTLAW ON-LINE RESEARCH	140.54

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09/21/12	WESTLAW ON-LINE RESEARCH	176.34
09/22/12	WESTLAW ON-LINE RESEARCH	573.24
09/22/12	WESTLAW ON-LINE RESEARCH	47.90
09/23/12	WESTLAW ON-LINE RESEARCH	416.38
09/23/12	WESTLAW ON-LINE RESEARCH	452.20
09/23/12	WESTLAW ON-LINE RESEARCH	832.16
09/23/12	WESTLAW ON-LINE RESEARCH	69.49
09/23/12	WESTLAW ON-LINE RESEARCH	91.33
09/24/12	WESTLAW ON-LINE RESEARCH	41.06
09/24/12	WESTLAW ON-LINE RESEARCH	564.30
09/24/12	WESTLAW ON-LINE RESEARCH	145.29
09/25/12	WESTLAW ON-LINE RESEARCH	21.06
09/25/12	WESTLAW ON-LINE RESEARCH	741.69
09/25/12	WESTLAW ON-LINE RESEARCH	647.08
09/25/12	WESTLAW ON-LINE RESEARCH	200.58
09/25/12	WESTLAW ON-LINE RESEARCH	456.08
09/25/12	WESTLAW ON-LINE RESEARCH	6.84
09/26/12	WESTLAW ON-LINE RESEARCH	17.37
09/27/12	WESTLAW ON-LINE RESEARCH	17.37
09/27/12	WESTLAW ON-LINE RESEARCH	7.90
09/27/12	WESTLAW ON-LINE RESEARCH	204.24
09/27/12	WESTLAW ON-LINE RESEARCH	509.16
09/28/12	WESTLAW ON-LINE RESEARCH	73.91
09/30/12	WESTLAW ON-LINE RESEARCH	<u>94.23</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$25,294.30

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/03/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/03/12	LEXIS/NEXIS ON-LINE RESEARCH	273.41
09/04/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44

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09/05/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/05/12	LEXIS/NEXIS ON-LINE RESEARCH	97.26
09/06/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/07/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/10/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/10/12	LEXIS/NEXIS ON-LINE RESEARCH	142.39
09/10/12	LEXIS/NEXIS ON-LINE RESEARCH	767.08
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	11.37
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	896.39
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	23.40
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	11.38
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	113.56
09/11/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	22.76
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	456.56
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	22.75
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	308.66
09/12/12	LEXIS/NEXIS ON-LINE RESEARCH	1,660.63
09/13/12	LEXIS/NEXIS ON-LINE RESEARCH	203.99
09/13/12	LEXIS/NEXIS ON-LINE RESEARCH	1,953.83
09/13/12	LEXIS/NEXIS ON-LINE RESEARCH	108.45
09/13/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/13/12	LEXIS/NEXIS ON-LINE RESEARCH	1,546.62
09/14/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/17/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/17/12	LEXIS/NEXIS ON-LINE RESEARCH	806.68
09/18/12	LEXIS/NEXIS ON-LINE RESEARCH	564.25
09/18/12	LEXIS/NEXIS ON-LINE RESEARCH	198.34
09/18/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44

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09/19/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/19/12	LEXIS/NEXIS ON-LINE RESEARCH	681.59
09/19/12	LEXIS/NEXIS ON-LINE RESEARCH	20.83
09/20/12	LEXIS/NEXIS ON-LINE RESEARCH	358.92
09/20/12	LEXIS/NEXIS ON-LINE RESEARCH	227.52
09/20/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/21/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/21/12	LEXIS/NEXIS ON-LINE RESEARCH	49.27
09/21/12	LEXIS/NEXIS ON-LINE RESEARCH	17.25
09/21/12	LEXIS/NEXIS ON-LINE RESEARCH	1,891.37
09/21/12	LEXIS/NEXIS ON-LINE RESEARCH	314.54
09/22/12	LEXIS/NEXIS ON-LINE RESEARCH	1,409.83
09/23/12	LEXIS/NEXIS ON-LINE RESEARCH	11.37
09/23/12	LEXIS/NEXIS ON-LINE RESEARCH	57.28
09/24/12	LEXIS/NEXIS ON-LINE RESEARCH	143.13
09/24/12	LEXIS/NEXIS ON-LINE RESEARCH	1,050.70
09/24/12	LEXIS/NEXIS ON-LINE RESEARCH	1,207.25
09/24/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/25/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
09/25/12	LEXIS/NEXIS ON-LINE RESEARCH	22.75
09/25/12	LEXIS/NEXIS ON-LINE RESEARCH	204.76
09/25/12	LEXIS/NEXIS ON-LINE RESEARCH	11.38
09/26/12	LEXIS/NEXIS ON-LINE RESEARCH	68.26
09/26/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/27/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
09/27/12	LEXIS/NEXIS ON-LINE RESEARCH	1,425.90
09/28/12	LEXIS/NEXIS ON-LINE RESEARCH	1,388.38
09/28/12	LEXIS/NEXIS ON-LINE RESEARCH	119.64
09/28/12	LEXIS/NEXIS ON-LINE RESEARCH	62.94
09/28/12	LEXIS/NEXIS ON-LINE RESEARCH	<u>8.44</u>

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TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$21,103.37
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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/07/12	MESSENGER/COURIER	8.27
09/10/12	MESSENGER/COURIER	11.24
09/12/12	MESSENGER/COURIER	<u>23.97</u>
	TOTAL MESSENGER/COURIER	\$ 43.48

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/04/12	CAR SERVICE/CAB FARES – B. BERKE	42.13
09/04/12	CAR SERVICE/CAB FARES – R. RINGER	12.00
09/04/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.20
09/04/12	CAR SERVICE/CAB FARES – J. RAPPAPORT	11.75
09/04/12	CAR SERVICE/CAB FARES – J. AMSTER	50.00
09/04/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/04/12	CAR SERVICE/CAB FARES – R. GOOT	39.92
09/04/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/05/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/05/12	CAR SERVICE/CAB FARES – K. DENK	9.00
09/05/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/05/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/05/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/06/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/06/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
09/06/12	CAR SERVICE/CAB FARES – R. GOOT	44.91
09/06/12	CAR SERVICE/CAB FARES – K. COLEMAN	12.00
09/06/12	CAR SERVICE/CAB FARES – G. LIU	6.95
09/06/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/08/12	CAR SERVICE/CAB FARES – J. TRACHTMAN	50.00
09/08/12	CAR SERVICE/CAB FARES – A. LEVINE	50.00
09/10/12	CAR SERVICE/CAB FARES – M. CHASS	50.00

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09/10/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/10/12	CAR SERVICE/CAB FARES – J. AMSTER	50.00
09/10/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.10
09/10/12	CAR SERVICE/CAB FARES – J. RAPPAPORT	12.50
09/10/12	CAR SERVICE/CAB FARES – J. CAIAZZO	5.00
09/10/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	12.50
09/10/12	CAR SERVICE/CAB FARES – K. CHIN	14.90
09/11/12	CAR SERVICE/CAB FARES – E. FREJKA	14.50
09/11/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/11/12	CAR SERVICE/CAB FARES – K. COLEMAN	17.40
09/11/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	33.12
09/11/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	21.00
09/11/12	CAR SERVICE/CAB FARES – R. RINGER	37.70
09/11/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/11/12	CAR SERVICE/CAB FARES – A. KAUP	29.94
09/11/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/11/12	CAR SERVICE/CAB FARES – P. KAUFMAN	50.00
09/12/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
09/12/12	CAR SERVICE/CAB FARES – M. MELLIN	27.72
09/12/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/12/12	CAR SERVICE/CAB FARES – S. SPARLING	29.94
09/12/12	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
09/12/12	CAR SERVICE/CAB FARES – R. RINGER	9.00
09/12/12	CAR SERVICE/CAB FARES – A. LEVINE	13.62
09/12/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/13/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/13/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
09/13/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.10
09/13/12	CAR SERVICE/CAB FARES – N. ALLARD	10.10
09/14/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00

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09/15/12	CAR SERVICE/CAB FARES – K. COLEMAN	16.10
09/17/12	CAR SERVICE/CAB FARES – K. COLEMAN	11.90
09/18/12	CAR SERVICE/CAB FARES – K. COLEMAN	29.94
09/18/12	CAR SERVICE/CAB FARES – R. RINGER	9.50
09/18/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/18/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
09/18/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	46.57
09/18/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	49.90
09/18/12	CAR SERVICE/CAB FARES – K. DENK	8.75
09/19/12	CAR SERVICE/CAB FARES – H. VANARIA	11.50
09/19/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
09/19/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/19/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	50.00
09/19/12	CAR SERVICE/CAB FARES – D. BRODY	13.62
09/19/12	CAR SERVICE/CAB FARES – A. LEVINE	16.75
09/19/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/19/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/19/12	CAR SERVICE/CAB FARES – R. RINGER	31.80
09/19/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
09/19/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/20/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	15.00
09/20/12	CAR SERVICE/CAB FARES – K. COLEMAN	14.40
09/20/12	CAR SERVICE/CAB FARES – J. ROCHON	11.00
09/20/12	CAR SERVICE/CAB FARES – R. RINGER	12.00
09/20/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
09/20/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
09/20/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/20/12	CAR SERVICE/CAB FARES – B. O'NEILL	50.00
09/20/12	CAR SERVICE/CAB FARES – M. GUCCION	11.12

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09/20/12	CAR SERVICE/CAB FARES – K. DENK	8.62
09/20/12	CAR SERVICE/CAB FARES – J. CAHN	23.40
09/20/12	CAR SERVICE/CAB FARES – J. BESSONETTE	9.50
09/21/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/21/12	CAR SERVICE/CAB FARES – D. BRODY	13.75
09/21/12	CAR SERVICE/CAB FARES – B. O’NEILL	50.00
09/21/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
09/21/12	CAR SERVICE/CAB FARES – D. CHO	23.50
09/21/12	CAR SERVICE/CAB FARES – K. DENK	22.00
09/22/12	CAR SERVICE/CAB FARES – D. CHO	23.50
09/23/12	CAR SERVICE/CAB FARES – K. DENK	8.00
09/23/12	CAR SERVICE/CAB FARES – R. RINGER	9.00
09/23/12	CAR SERVICE/CAB FARES – D. CIFONE	50.00
09/23/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/23/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
09/23/12	CAR SERVICE/CAB FARES – J. BESSONETTE	11.50
09/23/12	CAR SERVICE/CAB FARES – M. GUCCION	10.50
09/24/12	CAR SERVICE/CAB FARES – A. WARSHALL-KATZ	46.02
09/24/12	CAR SERVICE/CAB FARES – A. SHAIN	50.00
09/24/12	CAR SERVICE/CAB FARES – J. BESSONETTE	9.00
09/24/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
09/24/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
09/24/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/24/12	CAR SERVICE/CAB FARES – D. CHO	18.50
09/24/12	CAR SERVICE/CAB FARES – N. ALLARD	9.00
09/25/12	CAR SERVICE/CAB FARES – B. GREGORY	5.00
09/25/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
09/26/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/27/12	CAR SERVICE/CAB FARES – S. ROSEN	42.13
09/27/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00

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09/27/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
09/27/12	CAR SERVICE/CAB FARES – A. LEVINE	20.00
09/27/12	CAR SERVICE/CAB FARES – J. TRACHTMAN	50.00
09/27/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
09/27/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
09/27/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
09/27/12	CAR SERVICE/CAB FARES – R. RINGER	27.00
09/27/12	CAR SERVICE/CAB FARES – K. COLEMAN	14.40
09/27/12	CAR SERVICE/CAB FARES – E. FREJKA	<u>27.50</u>
	TOTAL CAR SERVICE/CAB FARES	\$3,911.34

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/01/12	OVERTIME MEALS/IN-HOUSE – R. LANCHE	6.65
09/03/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
09/03/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/03/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	17.76
09/04/12	OVERTIME MEALS/IN-HOUSE – F. BUTNICK	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – J. AMSTER	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – M. LEUNG	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
09/04/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/05/12	OVERTIME MEALS/IN-HOUSE – B. O'NEILL	17.71
09/05/12	OVERTIME MEALS/IN-HOUSE – E. DANILES	16.52
09/05/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/05/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/05/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
09/05/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
09/05/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00

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09/05/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/06/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/06/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/06/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/06/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
09/07/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/09/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – A. WARSHALL-KATZ	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – J. AMSTER	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – K. ECKSTEIN	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/10/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	8.50
09/11/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – M. HILL	20.00
09/11/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00

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09/11/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – A. WARSHALL-KATZ	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	16.58
09/12/12	OVERTIME MEALS/IN-HOUSE – J. AMSTER	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – J. LITTLE	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/12/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	19.18
09/13/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
09/13/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/14/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
09/15/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/17/12	OVERTIME MEALS/IN-HOUSE – S. FORD	16.76
09/18/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/18/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00

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09/18/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	18.88
09/18/12	OVERTIME MEALS/IN-HOUSE – F. BUTNICK	14.91
09/18/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
09/18/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
09/18/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/18/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
09/18/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – A. WARSHALL-KATZ	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – H. VANARIA	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/19/12	OVERTIME MEALS/IN-HOUSE – S. FORD	18.49
09/19/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	17.85
09/20/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – D. CHO	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – H. VANARIA	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – J. AMSTER	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00

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09/20/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/20/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
09/21/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/21/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	12.40
09/21/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
09/22/12	OVERTIME MEALS/IN-HOUSE – D. CHO	20.00
09/22/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	14.06
09/23/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – P. NARASIMHAN	20.00
09/23/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
09/24/12	OVERTIME MEALS/IN-HOUSE – A. WARSHALL-KATZ	20.00
09/24/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/24/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/24/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
09/25/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
09/25/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	20.00
09/26/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
09/26/12	OVERTIME MEALS/IN-HOUSE – D. CHO	20.00
09/26/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	18.20
09/27/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00

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09/27/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – M. OLINZOCK	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	18.88
09/27/12	OVERTIME MEALS/IN-HOUSE – S. FORD	18.83
09/27/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
09/27/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
09/28/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
09/28/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	20.00
09/28/12	OVERTIME MEALS/IN-HOUSE – M. OLINZOCK	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$2,932.16

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/30/12	DOCUMENT RETRIEVAL FEES	16.70
09/30/12	DOCUMENT RETRIEVAL FEES	13.20
09/30/12	DOCUMENT RETRIEVAL FEES	13.60
09/30/12	DOCUMENT RETRIEVAL FEES	12.20
09/30/12	DOCUMENT RETRIEVAL FEES	66.80
09/30/12	DOCUMENT RETRIEVAL FEES	49.70
09/30/12	DOCUMENT RETRIEVAL FEES	16.90
09/30/12	DOCUMENT RETRIEVAL FEES	83.30
09/30/12	DOCUMENT RETRIEVAL FEES	10.70
09/30/12	DOCUMENT RETRIEVAL FEES	180.40
09/30/12	DOCUMENT RETRIEVAL FEES	837.90
09/30/12	DOCUMENT RETRIEVAL FEES	193.80
09/30/12	DOCUMENT RETRIEVAL FEES	65.90
09/30/12	DOCUMENT RETRIEVAL FEES	256.10
09/30/12	DOCUMENT RETRIEVAL FEES	93.30
09/30/12	DOCUMENT RETRIEVAL FEES	23.90
09/30/12	DOCUMENT RETRIEVAL FEES	21.50

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09/30/12	DOCUMENT RETRIEVAL FEES	36.80
09/30/12	DOCUMENT RETRIEVAL FEES	10.90
09/30/12	DOCUMENT RETRIEVAL FEES	77.10
09/30/12	DOCUMENT RETRIEVAL FEES	201.90
09/30/12	DOCUMENT RETRIEVAL FEES	<u>19.90</u>
	TOTAL DOCUMENT RETRIEVAL FEES	\$2,302.50

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/13/12	TRANSCRIPT FEES	101.65
09/13/12	TRANSCRIPT FEES	263.60
09/13/12	TRANSCRIPT FEES	<u>223.20</u>
	TOTAL TRANSCRIPT FEES	\$ 588.45

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/04/12	MEETINGS	74.59
09/04/12	MEETINGS	73.63
09/04/12	MEETINGS	120.00
09/04/12	MEETINGS	120.00
09/04/12	MEETINGS	14.40
09/05/12	MEETINGS	700.00
09/05/12	MEETINGS	120.00
09/05/12	MEETINGS	88.21
09/05/12	MEETINGS	381.41
09/06/12	MEETINGS	25.86
09/06/12	MEETINGS	73.63
09/06/12	MEETINGS	120.00
09/07/12	MEETINGS	12.32
09/10/12	MEETINGS	240.00
09/10/12	MEETINGS	37.30
09/11/12	MEETINGS	200.00
09/12/12	MEETINGS	62.16

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09/13/12	MEETINGS	100.00
09/13/12	MEETINGS	80.63
09/13/12	MEETINGS	267.13
09/14/12	MEETINGS	12.32
09/19/12	MEETINGS	87.37
09/19/12	MEETINGS	174.84
09/20/12	MEETINGS	121.22
09/20/12	MEETINGS	183.66
09/21/12	MEETINGS	37.30
09/24/12	MEETINGS	37.30
09/25/12	MEETINGS	37.30
09/25/12	MEETINGS	37.30
09/25/12	MEETINGS	12.32
09/25/12	MEETINGS	200.00
09/25/12	MEETINGS	35.34
09/25/12	MEETINGS	125.84
09/27/12	MEETINGS	37.30
09/28/12	MEETINGS	<u>75.59</u>
	TOTAL MEETINGS	\$4,126.27

TOTAL DISBURSEMENTS AND OTHER CHARGES**\$89,714.95**

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

December 31, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 609753
066069

FOR PROFESSIONAL SERVICES rendered through October 31, 2012,
as per the attached detail.

DISBURSEMENTS AND OTHER CHARGES \$115,609.70

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 609753
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

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SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	15,074.67
CONFERENCE CALLS	23,069.92
WESTLAW ON-LINE RESEARCH	36,558.44
LEXIS/NEXIS ON-LINE RESEARCH	28,023.45
MESSENGER/COURIER	265.40
CAR SERVICE/CAB FARES	4,744.69
OVERTIME MEALS/IN-HOUSE	3,443.87
CORP. SVC. FILING FEES	97.04
MEETINGS	4,332.22
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$115,609.70</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/21/12	PHOTOCOPYING	1,870.08
09/24/12	PHOTOCOPYING	1,864.80
10/01/12	PHOTOCOPYING	0.20
10/01/12	PHOTOCOPYING	2.00
10/01/12	PHOTOCOPYING	2.60
10/01/12	PHOTOCOPYING	111.80
10/01/12	PHOTOCOPYING	115.20
10/01/12	PHOTOCOPYING	134.60
10/01/12	PHOTOCOPYING	379.30
10/02/12	PHOTOCOPYING	0.10
10/02/12	PHOTOCOPYING	3.00

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10/02/12	PHOTOCOPYING	7.70
10/02/12	PHOTOCOPYING	43.90
10/02/12	PHOTOCOPYING	79.50
10/03/12	PHOTOCOPYING	0.10
10/03/12	PHOTOCOPYING	0.20
10/03/12	PHOTOCOPYING	1.80
10/03/12	PHOTOCOPYING	16.00
10/03/12	PHOTOCOPYING	23.70
10/03/12	PHOTOCOPYING	36.50
10/03/12	PHOTOCOPYING	117.90
10/03/12	PHOTOCOPYING	120.60
10/03/12	PHOTOCOPYING	155.40
10/03/12	PHOTOCOPYING	180.00
10/04/12	PHOTOCOPYING	0.10
10/04/12	PHOTOCOPYING	4.70
10/04/12	PHOTOCOPYING	5.10
10/04/12	PHOTOCOPYING	14.80
10/04/12	PHOTOCOPYING	21.40
10/04/12	PHOTOCOPYING	48.00
10/04/12	PHOTOCOPYING	54.90
10/04/12	PHOTOCOPYING	98.24
10/05/12	PHOTOCOPYING	0.10
10/05/12	PHOTOCOPYING	0.10
10/05/12	PHOTOCOPYING	0.30
10/05/12	PHOTOCOPYING	0.40
10/05/12	PHOTOCOPYING	1.80
10/05/12	PHOTOCOPYING	6.60
10/05/12	PHOTOCOPYING	25.50
10/05/12	PHOTOCOPYING	37.40
10/05/12	PHOTOCOPYING	46.40
10/07/12	PHOTOCOPYING	110.72

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10/08/12	PHOTOCOPYING	0.10
10/08/12	PHOTOCOPYING	0.20
10/08/12	PHOTOCOPYING	0.40
10/08/12	PHOTOCOPYING	0.80
10/08/12	PHOTOCOPYING	4.80
10/08/12	PHOTOCOPYING	16.90
10/08/12	PHOTOCOPYING	30.60
10/08/12	PHOTOCOPYING	122.00
10/08/12	PHOTOCOPYING	127.10
10/08/12	PHOTOCOPYING	195.40
10/09/12	PHOTOCOPYING	6.00
10/09/12	PHOTOCOPYING	33.90
10/09/12	PHOTOCOPYING	68.60
10/10/12	PHOTOCOPYING	0.20
10/10/12	PHOTOCOPYING	0.40
10/10/12	PHOTOCOPYING	0.90
10/10/12	PHOTOCOPYING	1.30
10/10/12	PHOTOCOPYING	1.60
10/10/12	PHOTOCOPYING	60.90
10/10/12	PHOTOCOPYING	165.00
10/11/12	PHOTOCOPYING	1.70
10/11/12	PHOTOCOPYING	2.00
10/11/12	PHOTOCOPYING	5.00
10/11/12	PHOTOCOPYING	6.90
10/11/12	PHOTOCOPYING	15.30
10/11/12	PHOTOCOPYING	16.80
10/11/12	PHOTOCOPYING	45.20
10/11/12	PHOTOCOPYING	205.50
10/11/12	PHOTOCOPYING	206.61
10/11/12	PHOTOCOPYING	377.70
10/12/12	PHOTOCOPYING	0.10

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10/12/12	PHOTOCOPYING	10.00
10/12/12	PHOTOCOPYING	11.60
10/12/12	PHOTOCOPYING	17.50
10/12/12	PHOTOCOPYING	22.00
10/12/12	PHOTOCOPYING	50.50
10/12/12	PHOTOCOPYING	52.00
10/12/12	PHOTOCOPYING	59.10
10/15/12	PHOTOCOPYING	403.40
10/16/12	PHOTOCOPYING	0.10
10/16/12	PHOTOCOPYING	0.80
10/16/12	PHOTOCOPYING	0.80
10/16/12	PHOTOCOPYING	1.70
10/16/12	PHOTOCOPYING	3.60
10/16/12	PHOTOCOPYING	13.50
10/16/12	PHOTOCOPYING	14.70
10/16/12	PHOTOCOPYING	17.40
10/16/12	PHOTOCOPYING	22.90
10/16/12	PHOTOCOPYING	58.20
10/16/12	PHOTOCOPYING	121.60
10/17/12	PHOTOCOPYING	0.30
10/17/12	PHOTOCOPYING	4.00
10/17/12	PHOTOCOPYING	12.00
10/17/12	PHOTOCOPYING	46.40
10/17/12	PHOTOCOPYING	169.70
10/17/12	PHOTOCOPYING	178.20
10/17/12	PHOTOCOPYING	232.20
10/17/12	PHOTOCOPYING	390.00
10/17/12	PHOTOCOPYING	534.50
10/17/12	PHOTOCOPYING	591.00
10/18/12	PHOTOCOPYING	0.20
10/18/12	PHOTOCOPYING	0.40

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10/18/12	PHOTOCOPYING	1.40
10/18/12	PHOTOCOPYING	2.20
10/18/12	PHOTOCOPYING	8.00
10/18/12	PHOTOCOPYING	18.20
10/18/12	PHOTOCOPYING	72.00
10/18/12	PHOTOCOPYING	84.00
10/18/12	PHOTOCOPYING	297.30
10/18/12	PHOTOCOPYING	366.20
10/19/12	PHOTOCOPYING	0.30
10/19/12	PHOTOCOPYING	0.70
10/19/12	PHOTOCOPYING	0.90
10/19/12	PHOTOCOPYING	9.00
10/19/12	PHOTOCOPYING	17.30
10/19/12	PHOTOCOPYING	24.20
10/19/12	PHOTOCOPYING	57.50
10/19/12	PHOTOCOPYING	66.20
10/20/12	PHOTOCOPYING	3.70
10/21/12	PHOTOCOPYING	0.60
10/22/12	PHOTOCOPYING	11.40
10/22/12	PHOTOCOPYING	29.70
10/22/12	PHOTOCOPYING	38.60
10/22/12	PHOTOCOPYING	76.40
10/22/12	PHOTOCOPYING	119.40
10/22/12	PHOTOCOPYING	262.50
10/22/12	PHOTOCOPYING	386.40
10/23/12	PHOTOCOPYING	16.50
10/23/12	PHOTOCOPYING	45.00
10/24/12	PHOTOCOPYING	0.10
10/24/12	PHOTOCOPYING	0.20
10/24/12	PHOTOCOPYING	0.20
10/24/12	PHOTOCOPYING	0.40

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10/24/12	PHOTOCOPYING	0.60
10/24/12	PHOTOCOPYING	0.60
10/24/12	PHOTOCOPYING	1.00
10/24/12	PHOTOCOPYING	1.20
10/24/12	PHOTOCOPYING	1.40
10/24/12	PHOTOCOPYING	1.60
10/24/12	PHOTOCOPYING	3.20
10/24/12	PHOTOCOPYING	6.00
10/24/12	PHOTOCOPYING	8.00
10/24/12	PHOTOCOPYING	38.00
10/24/12	PHOTOCOPYING	70.00
10/24/12	PHOTOCOPYING	90.80
10/24/12	PHOTOCOPYING	363.12
10/25/12	PHOTOCOPYING	0.20
10/25/12	PHOTOCOPYING	0.50
10/25/12	PHOTOCOPYING	1.20
10/25/12	PHOTOCOPYING	1.40
10/25/12	PHOTOCOPYING	4.20
10/25/12	PHOTOCOPYING	6.00
10/25/12	PHOTOCOPYING	36.90
10/25/12	PHOTOCOPYING	88.30
10/25/12	PHOTOCOPYING	188.60
10/25/12	PHOTOCOPYING	204.70
10/25/12	PHOTOCOPYING	452.90
10/25/12	PHOTOCOPYING	524.70
10/26/12	PHOTOCOPYING	0.20
10/26/12	PHOTOCOPYING	16.60
10/26/12	PHOTOCOPYING	17.90
10/26/12	PHOTOCOPYING	22.00
10/26/12	PHOTOCOPYING	36.00
10/26/12	PHOTOCOPYING	142.40

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10/31/12	PHOTOCOPYING	100.40
10/31/12	PHOTOCOPYING	<u>123.80</u>
	TOTAL PHOTOCOPYING	\$15,074.67

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
09/21/12	CONFERENCE CALLS	72.00
09/21/12	CONFERENCE CALLS	65.00
09/26/12	CONFERENCE CALLS	30.00
10/08/12	CONFERENCE CALLS	100.00
10/08/12	CONFERENCE CALLS	65.00
10/12/12	CONFERENCE CALLS	107.00
10/18/12	CONFERENCE CALLS	30.00
10/18/12	CONFERENCE CALLS	12.20
10/23/12	CONFERENCE CALLS	2,914.67
10/23/12	CONFERENCE CALLS	202.38
10/23/12	CONFERENCE CALLS	22.14
10/23/12	CONFERENCE CALLS	6,387.52
10/23/12	CONFERENCE CALLS	334.56
10/23/12	CONFERENCE CALLS	3.72
10/23/12	CONFERENCE CALLS	1,723.10
10/23/12	CONFERENCE CALLS	172.82
10/23/12	CONFERENCE CALLS	399.31
10/23/12	CONFERENCE CALLS	534.62
10/23/12	CONFERENCE CALLS	4,828.88
10/23/12	CONFERENCE CALLS	82.71
10/23/12	CONFERENCE CALLS	1,189.26
10/23/12	CONFERENCE CALLS	38.84
10/23/12	CONFERENCE CALLS	2,249.02
10/23/12	CONFERENCE CALLS	4.38
10/23/12	CONFERENCE CALLS	26.89
10/23/12	CONFERENCE CALLS	69.58

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10/23/12	CONFERENCE CALLS	51.40
10/23/12	CONFERENCE CALLS	90.52
10/23/12	CONFERENCE CALLS	26.12
10/23/12	CONFERENCE CALLS	82.52
10/23/12	CONFERENCE CALLS	17.34
10/23/12	CONFERENCE CALLS	127.76
10/23/12	CONFERENCE CALLS	791.89
10/23/12	CONFERENCE CALLS	54.71
10/23/12	CONFERENCE CALLS	27.44
10/23/12	CONFERENCE CALLS	<u>134.62</u>
	TOTAL CONFERENCE CALLS	\$23,069.92

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/12	WESTLAW ON-LINE RESEARCH	59.11
10/01/12	WESTLAW ON-LINE RESEARCH	47.29
10/01/12	WESTLAW ON-LINE RESEARCH	20.21
10/01/12	WESTLAW ON-LINE RESEARCH	22.23
10/02/12	WESTLAW ON-LINE RESEARCH	111.14
10/02/12	WESTLAW ON-LINE RESEARCH	9.93
10/02/12	WESTLAW ON-LINE RESEARCH	173.78
10/02/12	WESTLAW ON-LINE RESEARCH	77.80
10/03/12	WESTLAW ON-LINE RESEARCH	28.97
10/03/12	WESTLAW ON-LINE RESEARCH	375.35
10/03/12	WESTLAW ON-LINE RESEARCH	181.87
10/04/12	WESTLAW ON-LINE RESEARCH	263.03
10/04/12	WESTLAW ON-LINE RESEARCH	406.18
10/04/12	WESTLAW ON-LINE RESEARCH	325.00
10/04/12	WESTLAW ON-LINE RESEARCH	72.75
10/04/12	WESTLAW ON-LINE RESEARCH	247.47
10/04/12	WESTLAW ON-LINE RESEARCH	70.73
10/04/12	WESTLAW ON-LINE RESEARCH	106.76

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10/04/12	WESTLAW ON-LINE RESEARCH	429.07
10/04/12	WESTLAW ON-LINE RESEARCH	32.66
10/04/12	WESTLAW ON-LINE RESEARCH	2.36
10/04/12	WESTLAW ON-LINE RESEARCH	27.61
10/04/12	WESTLAW ON-LINE RESEARCH	5.05
10/05/12	WESTLAW ON-LINE RESEARCH	227.00
10/05/12	WESTLAW ON-LINE RESEARCH	48.84
10/05/12	WESTLAW ON-LINE RESEARCH	121.25
10/05/12	WESTLAW ON-LINE RESEARCH	378.98
10/05/12	WESTLAW ON-LINE RESEARCH	280.22
10/05/12	WESTLAW ON-LINE RESEARCH	111.82
10/05/12	WESTLAW ON-LINE RESEARCH	99.69
10/05/12	WESTLAW ON-LINE RESEARCH	173.62
10/06/12	WESTLAW ON-LINE RESEARCH	432.11
10/06/12	WESTLAW ON-LINE RESEARCH	201.06
10/07/12	WESTLAW ON-LINE RESEARCH	192.93
10/07/12	WESTLAW ON-LINE RESEARCH	43.61
10/07/12	WESTLAW ON-LINE RESEARCH	304.80
10/08/12	WESTLAW ON-LINE RESEARCH	697.09
10/08/12	WESTLAW ON-LINE RESEARCH	27.28
10/08/12	WESTLAW ON-LINE RESEARCH	54.90
10/08/12	WESTLAW ON-LINE RESEARCH	20.21
10/08/12	WESTLAW ON-LINE RESEARCH	397.75
10/08/12	WESTLAW ON-LINE RESEARCH	112.61
10/08/12	WESTLAW ON-LINE RESEARCH	109.29
10/08/12	WESTLAW ON-LINE RESEARCH	6.06
10/08/12	WESTLAW ON-LINE RESEARCH	106.09
10/08/12	WESTLAW ON-LINE RESEARCH	188.74
10/08/12	WESTLAW ON-LINE RESEARCH	597.30
10/09/12	WESTLAW ON-LINE RESEARCH	20.21
10/09/12	WESTLAW ON-LINE RESEARCH	389.34

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10/09/12	WESTLAW ON-LINE RESEARCH	65.68
10/09/12	WESTLAW ON-LINE RESEARCH	248.05
10/09/12	WESTLAW ON-LINE RESEARCH	133.37
10/09/12	WESTLAW ON-LINE RESEARCH	112.91
10/09/12	WESTLAW ON-LINE RESEARCH	5.05
10/09/12	WESTLAW ON-LINE RESEARCH	1,251.19
10/09/12	WESTLAW ON-LINE RESEARCH	251.50
10/09/12	WESTLAW ON-LINE RESEARCH	69.72
10/09/12	WESTLAW ON-LINE RESEARCH	939.31
10/10/12	WESTLAW ON-LINE RESEARCH	319.28
10/10/12	WESTLAW ON-LINE RESEARCH	288.97
10/10/12	WESTLAW ON-LINE RESEARCH	118.05
10/10/12	WESTLAW ON-LINE RESEARCH	33.34
10/10/12	WESTLAW ON-LINE RESEARCH	48.83
10/10/12	WESTLAW ON-LINE RESEARCH	36.71
10/10/12	WESTLAW ON-LINE RESEARCH	190.79
10/10/12	WESTLAW ON-LINE RESEARCH	78.14
10/10/12	WESTLAW ON-LINE RESEARCH	4.38
10/10/12	WESTLAW ON-LINE RESEARCH	478.92
10/10/12	WESTLAW ON-LINE RESEARCH	515.80
10/10/12	WESTLAW ON-LINE RESEARCH	150.21
10/10/12	WESTLAW ON-LINE RESEARCH	161.32
10/10/12	WESTLAW ON-LINE RESEARCH	186.25
10/10/12	WESTLAW ON-LINE RESEARCH	807.96
10/11/12	WESTLAW ON-LINE RESEARCH	111.81
10/11/12	WESTLAW ON-LINE RESEARCH	22.69
10/11/12	WESTLAW ON-LINE RESEARCH	383.10
10/11/12	WESTLAW ON-LINE RESEARCH	11.11
10/11/12	WESTLAW ON-LINE RESEARCH	9.93
10/11/12	WESTLAW ON-LINE RESEARCH	377.88
10/11/12	WESTLAW ON-LINE RESEARCH	11.11

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10/11/12	WESTLAW ON-LINE RESEARCH	177.66
10/11/12	WESTLAW ON-LINE RESEARCH	199.39
10/11/12	WESTLAW ON-LINE RESEARCH	61.13
10/11/12	WESTLAW ON-LINE RESEARCH	21.22
10/11/12	WESTLAW ON-LINE RESEARCH	144.15
10/12/12	WESTLAW ON-LINE RESEARCH	80.33
10/12/12	WESTLAW ON-LINE RESEARCH	38.40
10/12/12	WESTLAW ON-LINE RESEARCH	33.34
10/12/12	WESTLAW ON-LINE RESEARCH	481.11
10/12/12	WESTLAW ON-LINE RESEARCH	6.73
10/12/12	WESTLAW ON-LINE RESEARCH	54.05
10/12/12	WESTLAW ON-LINE RESEARCH	390.84
10/12/12	WESTLAW ON-LINE RESEARCH	50.85
10/13/12	WESTLAW ON-LINE RESEARCH	175.59
10/14/12	WESTLAW ON-LINE RESEARCH	11.11
10/15/12	WESTLAW ON-LINE RESEARCH	121.92
10/15/12	WESTLAW ON-LINE RESEARCH	271.96
10/15/12	WESTLAW ON-LINE RESEARCH	11.11
10/15/12	WESTLAW ON-LINE RESEARCH	133.03
10/15/12	WESTLAW ON-LINE RESEARCH	266.41
10/15/12	WESTLAW ON-LINE RESEARCH	47.29
10/15/12	WESTLAW ON-LINE RESEARCH	274.14
10/16/12	WESTLAW ON-LINE RESEARCH	218.91
10/16/12	WESTLAW ON-LINE RESEARCH	4.38
10/16/12	WESTLAW ON-LINE RESEARCH	21.78
10/16/12	WESTLAW ON-LINE RESEARCH	616.50
10/16/12	WESTLAW ON-LINE RESEARCH	187.59
10/16/12	WESTLAW ON-LINE RESEARCH	122.26
10/16/12	WESTLAW ON-LINE RESEARCH	87.70
10/16/12	WESTLAW ON-LINE RESEARCH	196.36
10/17/12	WESTLAW ON-LINE RESEARCH	4.38

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10/17/12	WESTLAW ON-LINE RESEARCH	77.80
10/17/12	WESTLAW ON-LINE RESEARCH	218.58
10/17/12	WESTLAW ON-LINE RESEARCH	99.86
10/17/12	WESTLAW ON-LINE RESEARCH	196.02
10/17/12	WESTLAW ON-LINE RESEARCH	106.76
10/17/12	WESTLAW ON-LINE RESEARCH	30.98
10/17/12	WESTLAW ON-LINE RESEARCH	9.30
10/17/12	WESTLAW ON-LINE RESEARCH	3.66
10/17/12	WESTLAW ON-LINE RESEARCH	278.52
10/17/12	WESTLAW ON-LINE RESEARCH	223.63
10/18/12	WESTLAW ON-LINE RESEARCH	90.26
10/18/12	WESTLAW ON-LINE RESEARCH	163.01
10/18/12	WESTLAW ON-LINE RESEARCH	160.17
10/18/12	WESTLAW ON-LINE RESEARCH	8.93
10/18/12	WESTLAW ON-LINE RESEARCH	44.46
10/18/12	WESTLAW ON-LINE RESEARCH	5.05
10/18/12	WESTLAW ON-LINE RESEARCH	5.05
10/18/12	WESTLAW ON-LINE RESEARCH	151.64
10/18/12	WESTLAW ON-LINE RESEARCH	97.99
10/18/12	WESTLAW ON-LINE RESEARCH	9.93
10/18/12	WESTLAW ON-LINE RESEARCH	70.72
10/18/12	WESTLAW ON-LINE RESEARCH	199.38
10/18/12	WESTLAW ON-LINE RESEARCH	227.27
10/18/12	WESTLAW ON-LINE RESEARCH	224.47
10/19/12	WESTLAW ON-LINE RESEARCH	162.50
10/19/12	WESTLAW ON-LINE RESEARCH	97.14
10/19/12	WESTLAW ON-LINE RESEARCH	1,154.07
10/19/12	WESTLAW ON-LINE RESEARCH	64.50
10/19/12	WESTLAW ON-LINE RESEARCH	106.54
10/19/12	WESTLAW ON-LINE RESEARCH	55.57
10/19/12	WESTLAW ON-LINE RESEARCH	342.85

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10/19/12	WESTLAW ON-LINE RESEARCH	66.68
10/19/12	WESTLAW ON-LINE RESEARCH	186.25
10/20/12	WESTLAW ON-LINE RESEARCH	319.29
10/20/12	WESTLAW ON-LINE RESEARCH	169.40
10/20/12	WESTLAW ON-LINE RESEARCH	11.11
10/21/12	WESTLAW ON-LINE RESEARCH	20.21
10/21/12	WESTLAW ON-LINE RESEARCH	149.37
10/21/12	WESTLAW ON-LINE RESEARCH	139.09
10/21/12	WESTLAW ON-LINE RESEARCH	102.89
10/22/12	WESTLAW ON-LINE RESEARCH	155.59
10/22/12	WESTLAW ON-LINE RESEARCH	16.67
10/22/12	WESTLAW ON-LINE RESEARCH	14.31
10/22/12	WESTLAW ON-LINE RESEARCH	38.78
10/22/12	WESTLAW ON-LINE RESEARCH	11.11
10/22/12	WESTLAW ON-LINE RESEARCH	166.71
10/22/12	WESTLAW ON-LINE RESEARCH	413.92
10/22/12	WESTLAW ON-LINE RESEARCH	75.78
10/22/12	WESTLAW ON-LINE RESEARCH	11.11
10/22/12	WESTLAW ON-LINE RESEARCH	45.47
10/23/12	WESTLAW ON-LINE RESEARCH	261.69
10/23/12	WESTLAW ON-LINE RESEARCH	326.69
10/23/12	WESTLAW ON-LINE RESEARCH	19.20
10/23/12	WESTLAW ON-LINE RESEARCH	33.84
10/23/12	WESTLAW ON-LINE RESEARCH	89.92
10/23/12	WESTLAW ON-LINE RESEARCH	721.40
10/23/12	WESTLAW ON-LINE RESEARCH	13.13
10/23/12	WESTLAW ON-LINE RESEARCH	29.77
10/23/12	WESTLAW ON-LINE RESEARCH	119.90
10/24/12	WESTLAW ON-LINE RESEARCH	22.23
10/24/12	WESTLAW ON-LINE RESEARCH	174.80
10/24/12	WESTLAW ON-LINE RESEARCH	81.84

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10/24/12	WESTLAW ON-LINE RESEARCH	475.05
10/24/12	WESTLAW ON-LINE RESEARCH	418.63
10/24/12	WESTLAW ON-LINE RESEARCH	9.93
10/24/12	WESTLAW ON-LINE RESEARCH	5.05
10/24/12	WESTLAW ON-LINE RESEARCH	430.25
10/24/12	WESTLAW ON-LINE RESEARCH	162.33
10/24/12	WESTLAW ON-LINE RESEARCH	82.18
10/25/12	WESTLAW ON-LINE RESEARCH	28.04
10/25/12	WESTLAW ON-LINE RESEARCH	37.72
10/25/12	WESTLAW ON-LINE RESEARCH	412.57
10/25/12	WESTLAW ON-LINE RESEARCH	80.50
10/25/12	WESTLAW ON-LINE RESEARCH	1,289.74
10/25/12	WESTLAW ON-LINE RESEARCH	614.14
10/25/12	WESTLAW ON-LINE RESEARCH	50.62
10/25/12	WESTLAW ON-LINE RESEARCH	807.27
10/25/12	WESTLAW ON-LINE RESEARCH	38.05
10/25/12	WESTLAW ON-LINE RESEARCH	86.22
10/25/12	WESTLAW ON-LINE RESEARCH	5.56
10/25/12	WESTLAW ON-LINE RESEARCH	33.34
10/26/12	WESTLAW ON-LINE RESEARCH	372.33
10/26/12	WESTLAW ON-LINE RESEARCH	541.25
10/26/12	WESTLAW ON-LINE RESEARCH	101.88
10/26/12	WESTLAW ON-LINE RESEARCH	50.01
10/26/12	WESTLAW ON-LINE RESEARCH	30.14
10/28/12	WESTLAW ON-LINE RESEARCH	186.08
10/29/12	WESTLAW ON-LINE RESEARCH	179.17
10/29/12	WESTLAW ON-LINE RESEARCH	47.29
10/30/12	WESTLAW ON-LINE RESEARCH	198.87
10/31/12	WESTLAW ON-LINE RESEARCH	367.10
10/31/12	WESTLAW ON-LINE RESEARCH	40.75
10/31/12	WESTLAW ON-LINE RESEARCH	<u>307.49</u>

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TOTAL WESTLAW ON-LINE RESEARCH**\$36,558.44**

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10/01/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/01/12	LEXIS/NEXIS ON-LINE RESEARCH	482.14
10/02/12	LEXIS/NEXIS ON-LINE RESEARCH	1,501.34
10/02/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/03/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/04/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/04/12	LEXIS/NEXIS ON-LINE RESEARCH	231.45
10/04/12	LEXIS/NEXIS ON-LINE RESEARCH	866.99
10/04/12	LEXIS/NEXIS ON-LINE RESEARCH	238.93
10/04/12	LEXIS/NEXIS ON-LINE RESEARCH	122.57
10/05/12	LEXIS/NEXIS ON-LINE RESEARCH	96.87
10/05/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/08/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/08/12	LEXIS/NEXIS ON-LINE RESEARCH	205.53
10/08/12	LEXIS/NEXIS ON-LINE RESEARCH	38.56
10/08/12	LEXIS/NEXIS ON-LINE RESEARCH	552.89
10/09/12	LEXIS/NEXIS ON-LINE RESEARCH	1,572.68
10/09/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/10/12	LEXIS/NEXIS ON-LINE RESEARCH	1,402.92
10/10/12	LEXIS/NEXIS ON-LINE RESEARCH	377.80
10/10/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	1,312.50
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	180.00
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	135.84
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	77.14
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	16.30
10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	77.15

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10/11/12	LEXIS/NEXIS ON-LINE RESEARCH	161.14
10/12/12	LEXIS/NEXIS ON-LINE RESEARCH	440.58
10/12/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/15/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/15/12	LEXIS/NEXIS ON-LINE RESEARCH	1,380.25
10/16/12	LEXIS/NEXIS ON-LINE RESEARCH	239.79
10/16/12	LEXIS/NEXIS ON-LINE RESEARCH	106.28
10/16/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/17/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/17/12	LEXIS/NEXIS ON-LINE RESEARCH	2,226.48
10/17/12	LEXIS/NEXIS ON-LINE RESEARCH	224.39
10/17/12	LEXIS/NEXIS ON-LINE RESEARCH	71.86
10/17/12	LEXIS/NEXIS ON-LINE RESEARCH	38.55
10/18/12	LEXIS/NEXIS ON-LINE RESEARCH	2,856.37
10/18/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/19/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/19/12	LEXIS/NEXIS ON-LINE RESEARCH	653.37
10/22/12	LEXIS/NEXIS ON-LINE RESEARCH	64.27
10/22/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
10/22/12	LEXIS/NEXIS ON-LINE RESEARCH	231.42
10/23/12	LEXIS/NEXIS ON-LINE RESEARCH	38.57
10/23/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/23/12	LEXIS/NEXIS ON-LINE RESEARCH	58.28
10/24/12	LEXIS/NEXIS ON-LINE RESEARCH	543.86
10/24/12	LEXIS/NEXIS ON-LINE RESEARCH	595.73
10/24/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	32.36
10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	1,192.06
10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	919.74
10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	78.15

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10/25/12	LEXIS/NEXIS ON-LINE RESEARCH	175.05
10/26/12	LEXIS/NEXIS ON-LINE RESEARCH	1,379.81
10/26/12	LEXIS/NEXIS ON-LINE RESEARCH	834.42
10/26/12	LEXIS/NEXIS ON-LINE RESEARCH	324.66
10/26/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/27/12	LEXIS/NEXIS ON-LINE RESEARCH	162.85
10/27/12	LEXIS/NEXIS ON-LINE RESEARCH	12.86
10/28/12	LEXIS/NEXIS ON-LINE RESEARCH	25.71
10/29/12	LEXIS/NEXIS ON-LINE RESEARCH	289.48
10/29/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/30/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
10/30/12	LEXIS/NEXIS ON-LINE RESEARCH	1,155.66
10/31/12	LEXIS/NEXIS ON-LINE RESEARCH	348.02
10/31/12	LEXIS/NEXIS ON-LINE RESEARCH	1,477.75
10/31/12	LEXIS/NEXIS ON-LINE RESEARCH	<u>8.44</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$28,023.45

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/03/12	MESSENGER/COURIER	21.22
10/04/12	MESSENGER/COURIER	8.42
10/04/12	MESSENGER/COURIER	32.41
10/05/12	MESSENGER/COURIER	30.01
10/19/12	MESSENGER/COURIER	81.75
10/25/12	MESSENGER/COURIER	15.86
10/26/12	MESSENGER/COURIER	43.63
10/26/12	MESSENGER/COURIER	<u>32.10</u>
	TOTAL MESSENGER/COURIER	\$ 265.40

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/12	CAR SERVICE/CAB FARES – A. KATZ	26.61

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10/01/12	CAR SERVICE/CAB FARES – L. PETTIT	11.00
10/01/12	CAR SERVICE/CAB FARES – M. MOSES	50.00
10/01/12	CAR SERVICE/CAB FARES – P. COLBOURNE	4.50
10/01/12	CAR SERVICE/CAB FARES – S. SCHINFELD	31.75
10/02/12	CAR SERVICE/CAB FARES – A. KATZ	38.25
10/02/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/02/12	CAR SERVICE/CAB FARES – R. GOOT	33.26
10/02/12	CAR SERVICE/CAB FARES – R. RINGER	7.50
10/03/12	CAR SERVICE/CAB FARES – A. KAUP	16.12
10/03/12	CAR SERVICE/CAB FARES – B. SCHULMAN	50.00
10/03/12	CAR SERVICE/CAB FARES – D. CHO	23.00
10/03/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/03/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
10/03/12	CAR SERVICE/CAB FARES – L. PETTIT	9.00
10/03/12	CAR SERVICE/CAB FARES – R. RINGER	12.00
10/03/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/04/12	CAR SERVICE/CAB FARES – A. KATZ	35.48
10/04/12	CAR SERVICE/CAB FARES – A. LEVINE	15.62
10/04/12	CAR SERVICE/CAB FARES – C. ARCHER	50.00
10/04/12	CAR SERVICE/CAB FARES – D. CHO	23.00
10/04/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/04/12	CAR SERVICE/CAB FARES – J. CAHN	38.50
10/04/12	CAR SERVICE/CAB FARES – J. CAIAZZO	5.00
10/04/12	CAR SERVICE/CAB FARES – K. CHIN	14.00
10/04/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/04/12	CAR SERVICE/CAB FARES – P. KAUFMAN	29.94
10/04/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/05/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	33.12
10/05/12	CAR SERVICE/CAB FARES – E. FREJKA	11.00
10/05/12	CAR SERVICE/CAB FARES – J. TAYLOR	21.60
10/08/12	CAR SERVICE/CAB FARES – A. KATZ	26.61

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10/08/12	CAR SERVICE/CAB FARES – J. BESSONETTE	10.00
10/08/12	CAR SERVICE/CAB FARES – K. SCARBROUGH	37.70
10/08/12	CAR SERVICE/CAB FARES – L. PETTIT	10.00
10/09/12	CAR SERVICE/CAB FARES – E. DANIELS	11.00
10/09/12	CAR SERVICE/CAB FARES – P. KAUFMAN	33.26
10/10/12	CAR SERVICE/CAB FARES – A. KATZ	47.12
10/10/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/10/12	CAR SERVICE/CAB FARES – D. BRODY	14.90
10/10/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/10/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
10/10/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
10/10/12	CAR SERVICE/CAB FARES – S. ROSEN	34.37
10/10/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/11/12	CAR SERVICE/CAB FARES – A. MILLER	25.80
10/11/12	CAR SERVICE/CAB FARES – A. SHAIN	50.00
10/11/12	CAR SERVICE/CAB FARES – E. DANIELS	9.00
10/11/12	CAR SERVICE/CAB FARES – J. BESSONETTE	10.00
10/11/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/11/12	CAR SERVICE/CAB FARES – J. TAYLOR	23.30
10/11/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/12/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/12/12	CAR SERVICE/CAB FARES – E. FREJKA	10.00
10/12/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/12/12	CAR SERVICE/CAB FARES – N. ALLARD	10.50
10/12/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/13/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/14/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/15/12	CAR SERVICE/CAB FARES – A. KATZ	50.00
10/15/12	CAR SERVICE/CAB FARES – A. MILLER	23.30
10/15/12	CAR SERVICE/CAB FARES – C. DUFFIELD	9.00
10/15/12	CAR SERVICE/CAB FARES – K. DENK	9.25

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10/15/12	CAR SERVICE/CAB FARES – P. KAUFMAN	33.26
10/15/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/16/12	CAR SERVICE/CAB FARES – A. DAISLEY	50.00
10/16/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/16/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/17/12	CAR SERVICE/CAB FARES – A. KATZ	34.37
10/17/12	CAR SERVICE/CAB FARES – C. DUFFIELD	11.50
10/17/12	CAR SERVICE/CAB FARES – E. DANIELS	11.00
10/17/12	CAR SERVICE/CAB FARES – N. ALLARD	9.25
10/17/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/17/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
10/17/12	CAR SERVICE/CAB FARES – R. RINGER	45.46
10/17/12	CAR SERVICE/CAB FARES – S. ZIDE	27.60
10/18/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
10/18/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/18/12	CAR SERVICE/CAB FARES – J. BESSONETTE	9.50
10/18/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/18/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	41.58
10/18/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/18/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/19/12	CAR SERVICE/CAB FARES – A. MILLER	45.46
10/19/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	50.00
10/19/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/19/12	CAR SERVICE/CAB FARES – J. BESSONETTE	13.50
10/19/12	CAR SERVICE/CAB FARES – J. TAYLOR	20.30
10/19/12	CAR SERVICE/CAB FARES – K. COLEMAN	49.89
10/19/12	CAR SERVICE/CAB FARES – M. BROOKS	44.35
10/19/12	CAR SERVICE/CAB FARES – M. HILL	13.50
10/19/12	CAR SERVICE/CAB FARES – M. MELLIN	49.89
10/19/12	CAR SERVICE/CAB FARES – P. O'NEILL	50.00
10/19/12	CAR SERVICE/CAB FARES – R. RINGER	10.00

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10/19/12	CAR SERVICE/CAB FARES – S. KROUNER	50.00
10/21/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/21/12	CAR SERVICE/CAB FARES – J. TAYLOR	8.40
10/22/12	CAR SERVICE/CAB FARES – A. KATZ	38.25
10/22/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/22/12	CAR SERVICE/CAB FARES – B. HERZOG	50.00
10/22/12	CAR SERVICE/CAB FARES – J. BESSONETTE	9.00
10/22/12	CAR SERVICE/CAB FARES – J. CAHN	19.10
10/22/12	CAR SERVICE/CAB FARES – L. PETTIT	11.00
10/22/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
10/22/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/22/12	CAR SERVICE/CAB FARES – R. RINGER	12.00
10/22/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/23/12	CAR SERVICE/CAB FARES – A. MILLER	24.50
10/23/12	CAR SERVICE/CAB FARES – D. BLABEY	9.50
10/23/12	CAR SERVICE/CAB FARES – D. BRODY	11.50
10/23/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
10/23/12	CAR SERVICE/CAB FARES – E. DANIELS	12.00
10/23/12	CAR SERVICE/CAB FARES – J. BESSONETTE	10.00
10/23/12	CAR SERVICE/CAB FARES – J. CAHN	18.00
10/23/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/23/12	CAR SERVICE/CAB FARES – J. TAYLOR	18.60
10/23/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/23/12	CAR SERVICE/CAB FARES – P. O’NEILL	50.00
10/23/12	CAR SERVICE/CAB FARES – R. RINGER	11.00
10/24/12	CAR SERVICE/CAB FARES – A. KATZ	42.13
10/24/12	CAR SERVICE/CAB FARES – A. MILLER	8.90
10/24/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
10/24/12	CAR SERVICE/CAB FARES – C. DUFFIELD	8.50
10/24/12	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
10/24/12	CAR SERVICE/CAB FARES – D. BRODY	14.30

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10/24/12	CAR SERVICE/CAB FARES – D. CIFONE	43.24
10/24/12	CAR SERVICE/CAB FARES – D. REID	50.00
10/24/12	CAR SERVICE/CAB FARES – E. FREJKA	11.00
10/24/12	CAR SERVICE/CAB FARES – J. BESSONETTE	12.60
10/24/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/24/12	CAR SERVICE/CAB FARES – M. IVANCIU	9.75
10/24/12	CAR SERVICE/CAB FARES – N. ALLARD	9.25
10/24/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
10/24/12	CAR SERVICE/CAB FARES – R. RINGER	11.00
10/25/12	CAR SERVICE/CAB FARES – C. DUFFIELD	7.00
10/25/12	CAR SERVICE/CAB FARES – J. CAIAZZO	5.00
10/25/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
10/25/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
10/25/12	CAR SERVICE/CAB FARES – K. SCARBROUGH	37.70
10/25/12	CAR SERVICE/CAB FARES – L. PETTIT	11.00
10/25/12	CAR SERVICE/CAB FARES – M. MOSES	50.00
10/25/12	CAR SERVICE/CAB FARES – N. ALLARD	9.80
10/25/12	CAR SERVICE/CAB FARES – R. RINGER	11.00
10/25/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
10/26/12	CAR SERVICE/CAB FARES – A. KATZ	42.13
10/26/12	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
10/26/12	CAR SERVICE/CAB FARES – J. TRACHTMAN	50.00
10/26/12	CAR SERVICE/CAB FARES – K. DENK	9.00
10/27/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/28/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
10/29/12	CAR SERVICE/CAB FARES – M. HILL	16.80
10/31/12	CAR SERVICE/CAB FARES – D. CHO	46.57
10/31/12	CAR SERVICE/CAB FARES – K. DENK	<u>22.50</u>
	TOTAL CAR SERVICE/CAB FARES	\$4,744.69

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/01/12	OVERTIME MEALS/IN-HOUSE – A. KATZ	20.00
10/01/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/01/12	OVERTIME MEALS/IN-HOUSE – C. BUTNICK	20.00
10/01/12	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	16.50
10/01/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
10/01/12	OVERTIME MEALS/IN-HOUSE – M. GUCCION	20.00
10/01/12	OVERTIME MEALS/IN-HOUSE – M. MOSES	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – A. KATZ	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – D. CHO	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	14.30
10/02/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
10/02/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – B. SCHULMAN	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	16.63
10/03/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/03/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00

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10/04/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – D. CHO	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – J. BRODY	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – M. DANESHRAD	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – M. OLINZOCK	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
10/04/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/05/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/05/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
10/06/12	OVERTIME MEALS/IN-HOUSE – M. DANESHRAD	15.79
10/08/12	OVERTIME MEALS/IN-HOUSE – A. KATZ	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	18.28
10/08/12	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – K. SCARBROUGH	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/08/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
10/09/12	OVERTIME MEALS/IN-HOUSE – B. CODY	16.08
10/09/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/09/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	20.00
10/09/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
10/09/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – B. CODY	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	11.85
10/10/12	OVERTIME MEALS/IN-HOUSE – J. BESSONETTE	20.00

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10/10/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	8.82
10/10/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	10.07
10/10/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/10/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/11/12	OVERTIME MEALS/IN-HOUSE – D. CHO	17.58
10/11/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/11/12	OVERTIME MEALS/IN-HOUSE – M. DANESHRAD	20.00
10/11/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/11/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
10/11/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/12/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/13/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/13/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
10/14/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/14/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – A. KATZ	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – M. OLINZOCK	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/15/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/16/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
10/16/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/16/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00

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10/16/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/16/12	OVERTIME MEALS/IN-HOUSE – M. DANESHRAD	20.00
10/16/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	16.30
10/16/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	16.30
10/17/12	OVERTIME MEALS/IN-HOUSE – A. JARIWLALA	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	19.33
10/17/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	17.47
10/17/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – M. OLINZOCK	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/17/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	17.47
10/17/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/18/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/18/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
10/18/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/18/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	16.44
10/18/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
10/18/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/19/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
10/19/12	OVERTIME MEALS/IN-HOUSE – M. BROOKS	20.00
10/19/12	OVERTIME MEALS/IN-HOUSE – M. HILL	19.02
10/20/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/20/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	15.45
10/21/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/21/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	3.67
10/22/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00

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10/22/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/22/12	OVERTIME MEALS/IN-HOUSE – S. FORD	18.02
10/22/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – M. BROOKS	13.80
10/23/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	17.71
10/23/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/23/12	OVERTIME MEALS/IN-HOUSE – S. FORD	19.04
10/24/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – D. CIFONE	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – D. REID	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00

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10/24/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
10/24/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – K. SCARBROUGH	14.90
10/25/12	OVERTIME MEALS/IN-HOUSE – M. MOSES	17.61
10/25/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	16.58
10/25/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
10/25/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
10/26/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
10/26/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/26/12	OVERTIME MEALS/IN-HOUSE – K. DIFRANCESCO	20.00
10/27/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
10/27/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
10/27/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
10/28/12	OVERTIME MEALS/IN-HOUSE – K. DIFRANCESCO	15.22
10/28/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
10/31/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	17.46
10/31/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
10/31/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	8.71
10/31/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	<u>17.47</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$3,443.87

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/16/12	CORP. SVC. FILING FEES	<u>97.04</u>
	TOTAL CORP. SVC. FILING FEES	\$ 97.04

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/02/12	MEETINGS	400.00
10/02/12	MEETINGS	400.00
10/02/12	MEETINGS	37.30
10/04/12	MEETINGS	120.00
10/04/12	MEETINGS	20.00
10/04/12	MEETINGS	200.86
10/10/12	MEETINGS	29.49
10/10/12	MEETINGS	97.84
10/11/12	MEETINGS	120.00
10/11/12	MEETINGS	20.00
10/11/12	MEETINGS	120.00
10/12/12	MEETINGS	18.26
10/12/12	MEETINGS	68.32
10/12/12	MEETINGS	200.00
10/12/12	MEETINGS	121.22
10/15/12	MEETINGS	101.11
10/16/12	MEETINGS	13.21
10/16/12	MEETINGS	300.00
10/17/12	MEETINGS	87.43
10/17/12	MEETINGS	39.93
10/17/12	MEETINGS	260.00
10/18/12	MEETINGS	91.09
10/22/12	MEETINGS	87.37
10/22/12	MEETINGS	61.22
10/22/12	MEETINGS	160.00
10/23/12	MEETINGS	61.52
10/23/12	MEETINGS	168.51
10/24/12	MEETINGS	13.74
10/24/12	MEETINGS	102.96

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10/24/12	MEETINGS	120.00
10/24/12	MEETINGS	120.00
10/24/12	MEETINGS	13.21
10/25/12	MEETINGS	68.72
10/25/12	MEETINGS	40.00
10/25/12	MEETINGS	48.91
10/25/12	MEETINGS	200.00
10/26/12	MEETINGS	160.00
10/26/12	MEETINGS	<u>40.00</u>
	TOTAL MEETINGS	\$4,332.22

TOTAL DISBURSEMENTS AND OTHER CHARGES

\$115,609.70

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

January 31, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 613981
066069

FOR PROFESSIONAL SERVICES rendered through November 30, 2012,
as per the attached time detail.

DISBURSEMENTS AND OTHER CHARGES \$108,712.18

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 613981
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	9,473.72
CONFERENCE CALLS	42,097.49
WESTLAW ON-LINE RESEARCH	13,179.41
LEXIS/NEXIS ON-LINE RESEARCH	21,435.22
COURTLINK SEARCHES	12.89
MESSENGER/COURIER	188.15
CAR SERVICE/CAB FARES	5,371.61
OVERTIME MEALS/IN-HOUSE	3,319.42
CORP. SVC. FILING FEES	53.00
TRANSCRIPT FEES	53.00
MEETINGS	<u>13,528.27</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$108,712.18</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/12	PHOTOCOPYING	0.80
11/01/12	PHOTOCOPYING	2.40
11/01/12	PHOTOCOPYING	1.00
11/01/12	PHOTOCOPYING	0.20
11/01/12	PHOTOCOPYING	200.00
11/01/12	PHOTOCOPYING	6.40
11/01/12	PHOTOCOPYING	0.60
11/01/12	PHOTOCOPYING	16.90

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11/01/12	PHOTOCOPYING	8.80
11/01/12	PHOTOCOPYING	324.20
11/01/12	PHOTOCOPYING	16.20
11/01/12	PHOTOCOPYING	369.00
11/02/12	PHOTOCOPYING	6.40
11/02/12	PHOTOCOPYING	6.40
11/02/12	PHOTOCOPYING	3.00
11/02/12	PHOTOCOPYING	8.40
11/02/12	PHOTOCOPYING	6.40
11/02/12	PHOTOCOPYING	3.60
11/04/12	PHOTOCOPYING	81.20
11/04/12	PHOTOCOPYING	94.32
11/05/12	PHOTOCOPYING	1.50
11/05/12	PHOTOCOPYING	6.70
11/05/12	PHOTOCOPYING	12.20
11/05/12	PHOTOCOPYING	30.20
11/05/12	PHOTOCOPYING	1.00
11/05/12	PHOTOCOPYING	0.30
11/05/12	PHOTOCOPYING	61.20
11/06/12	PHOTOCOPYING	8.00
11/06/12	PHOTOCOPYING	0.60
11/06/12	PHOTOCOPYING	98.30
11/06/12	PHOTOCOPYING	0.10
11/06/12	PHOTOCOPYING	20.40
11/06/12	PHOTOCOPYING	5.90
11/06/12	PHOTOCOPYING	113.30
11/06/12	PHOTOCOPYING	4.10
11/06/12	PHOTOCOPYING	0.10
11/06/12	PHOTOCOPYING	51.10
11/06/12	PHOTOCOPYING	86.70

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11/07/12	PHOTOCOPYING	32.30
11/07/12	PHOTOCOPYING	35.50
11/07/12	PHOTOCOPYING	0.10
11/07/12	PHOTOCOPYING	0.40
11/07/12	PHOTOCOPYING	3.80
11/07/12	PHOTOCOPYING	31.50
11/07/12	PHOTOCOPYING	77.80
11/07/12	PHOTOCOPYING	8.80
11/07/12	PHOTOCOPYING	4.20
11/08/12	PHOTOCOPYING	0.20
11/08/12	PHOTOCOPYING	3.60
11/08/12	PHOTOCOPYING	0.10
11/08/12	PHOTOCOPYING	425.80
11/08/12	PHOTOCOPYING	0.90
11/08/12	PHOTOCOPYING	5.40
11/08/12	PHOTOCOPYING	3.90
11/08/12	PHOTOCOPYING	161.40
11/08/12	PHOTOCOPYING	49.40
11/08/12	PHOTOCOPYING	168.60
11/08/12	PHOTOCOPYING	87.80
11/08/12	PHOTOCOPYING	81.00
11/08/12	PHOTOCOPYING	16.00
11/08/12	PHOTOCOPYING	144.10
11/08/12	PHOTOCOPYING	27.50
11/08/12	PHOTOCOPYING	28.80
11/08/12	PHOTOCOPYING	0.10
11/08/12	PHOTOCOPYING	91.40
11/08/12	PHOTOCOPYING	242.10
11/08/12	PHOTOCOPYING	19.20
11/09/12	PHOTOCOPYING	183.00

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11/09/12	PHOTOCOPYING	25.20
11/09/12	PHOTOCOPYING	0.20
11/09/12	PHOTOCOPYING	21.10
11/09/12	PHOTOCOPYING	17.40
11/09/12	PHOTOCOPYING	1.60
11/09/12	PHOTOCOPYING	1.20
11/09/12	PHOTOCOPYING	7.20
11/09/12	PHOTOCOPYING	228.50
11/09/12	PHOTOCOPYING	17.50
11/09/12	PHOTOCOPYING	1.80
11/09/12	PHOTOCOPYING	2.90
11/11/12	PHOTOCOPYING	24.80
11/11/12	PHOTOCOPYING	25.60
11/11/12	PHOTOCOPYING	203.40
11/12/12	PHOTOCOPYING	3.60
11/12/12	PHOTOCOPYING	10.00
11/12/12	PHOTOCOPYING	22.20
11/12/12	PHOTOCOPYING	0.20
11/12/12	PHOTOCOPYING	80.30
11/12/12	PHOTOCOPYING	53.30
11/12/12	PHOTOCOPYING	223.50
11/12/12	PHOTOCOPYING	0.60
11/12/12	PHOTOCOPYING	82.50
11/12/12	PHOTOCOPYING	36.10
11/12/12	PHOTOCOPYING	0.20
11/12/12	PHOTOCOPYING	58.50
11/12/12	PHOTOCOPYING	1.00
11/12/12	PHOTOCOPYING	12.70
11/12/12	PHOTOCOPYING	1.40
11/12/12	PHOTOCOPYING	77.70

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11/12/12	PHOTOCOPYING	0.60
11/12/12	PHOTOCOPYING	8.40
11/13/12	PHOTOCOPYING	0.20
11/13/12	PHOTOCOPYING	0.30
11/13/12	PHOTOCOPYING	31.60
11/13/12	PHOTOCOPYING	6.00
11/13/12	PHOTOCOPYING	6.00
11/13/12	PHOTOCOPYING	10.60
11/13/12	PHOTOCOPYING	0.40
11/13/12	PHOTOCOPYING	0.30
11/13/12	PHOTOCOPYING	21.40
11/13/12	PHOTOCOPYING	2.40
11/14/12	PHOTOCOPYING	25.80
11/14/12	PHOTOCOPYING	66.00
11/14/12	PHOTOCOPYING	19.20
11/14/12	PHOTOCOPYING	36.40
11/14/12	PHOTOCOPYING	1.60
11/14/12	PHOTOCOPYING	1.40
11/14/12	PHOTOCOPYING	58.00
11/14/12	PHOTOCOPYING	3.40
11/14/12	PHOTOCOPYING	1.30
11/14/12	PHOTOCOPYING	117.90
11/14/12	PHOTOCOPYING	4.20
11/15/12	PHOTOCOPYING	1.00
11/15/12	PHOTOCOPYING	51.60
11/15/12	PHOTOCOPYING	2.70
11/15/12	PHOTOCOPYING	4.20
11/15/12	PHOTOCOPYING	218.10
11/15/12	PHOTOCOPYING	179.10
11/15/12	PHOTOCOPYING	6.00

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11/15/12	PHOTOCOPYING	258.60
11/16/12	PHOTOCOPYING	502.40
11/16/12	PHOTOCOPYING	65.20
11/16/12	PHOTOCOPYING	153.00
11/16/12	PHOTOCOPYING	144.40
11/16/12	PHOTOCOPYING	21.60
11/16/12	PHOTOCOPYING	153.00
11/16/12	PHOTOCOPYING	112.60
11/16/12	PHOTOCOPYING	102.00
11/18/12	PHOTOCOPYING	54.30
11/18/12	PHOTOCOPYING	59.00
11/18/12	PHOTOCOPYING	2.00
11/18/12	PHOTOCOPYING	83.70
11/19/12	PHOTOCOPYING	28.00
11/19/12	PHOTOCOPYING	72.40
11/19/12	PHOTOCOPYING	152.10
11/19/12	PHOTOCOPYING	0.50
11/19/12	PHOTOCOPYING	0.50
11/19/12	PHOTOCOPYING	1.00
11/19/12	PHOTOCOPYING	0.10
11/20/12	PHOTOCOPYING	0.10
11/20/12	PHOTOCOPYING	0.30
11/20/12	PHOTOCOPYING	0.70
11/20/12	PHOTOCOPYING	1.00
11/20/12	PHOTOCOPYING	1.00
11/20/12	PHOTOCOPYING	0.50
11/20/12	PHOTOCOPYING	159.70
11/20/12	PHOTOCOPYING	0.40
11/20/12	PHOTOCOPYING	0.60
11/20/12	PHOTOCOPYING	0.40

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11/20/12	PHOTOCOPYING	52.80
11/20/12	PHOTOCOPYING	242.10
11/20/12	PHOTOCOPYING	5.80
11/20/12	PHOTOCOPYING	60.00
11/21/12	PHOTOCOPYING	11.50
11/21/12	PHOTOCOPYING	26.00
11/21/12	PHOTOCOPYING	25.60
11/21/12	PHOTOCOPYING	35.00
11/21/12	PHOTOCOPYING	0.40
11/26/12	PHOTOCOPYING	0.70
11/26/12	PHOTOCOPYING	0.60
11/26/12	PHOTOCOPYING	1.00
11/26/12	PHOTOCOPYING	0.40
11/26/12	PHOTOCOPYING	4.00
11/27/12	PHOTOCOPYING	126.80
11/27/12	PHOTOCOPYING	0.20
11/27/12	PHOTOCOPYING	17.70
11/27/12	PHOTOCOPYING	0.10
11/27/12	PHOTOCOPYING	0.50
11/27/12	PHOTOCOPYING	12.40
11/27/12	PHOTOCOPYING	0.10
11/27/12	PHOTOCOPYING	0.20
11/28/12	PHOTOCOPYING	419.10
11/28/12	PHOTOCOPYING	30.00
11/28/12	PHOTOCOPYING	67.10
11/28/12	PHOTOCOPYING	1.50
11/28/12	PHOTOCOPYING	89.00
11/28/12	PHOTOCOPYING	294.00
11/29/12	PHOTOCOPYING	7.80
11/29/12	PHOTOCOPYING	6.30

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11/30/12	PHOTOCOPYING	1.20
11/30/12	PHOTOCOPYING	60.30
11/30/12	PHOTOCOPYING	0.30
11/30/12	PHOTOCOPYING	<u>21.20</u>
	TOTAL PHOTOCOPYING	\$9,473.72

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/07/12	CONFERENCE CALLS	51.00
11/14/12	CONFERENCE CALLS	55.89
11/15/12	CONFERENCE CALLS	477.09
11/15/12	CONFERENCE CALLS	15.51
11/15/12	CONFERENCE CALLS	95.31
11/15/12	CONFERENCE CALLS	317.00
11/15/12	CONFERENCE CALLS	44.59
11/18/12	CONFERENCE CALLS	106.93
11/26/12	CONFERENCE CALLS	11.50
11/26/12	CONFERENCE CALLS	17.43
11/26/12	CONFERENCE CALLS	31.07
11/26/12	CONFERENCE CALLS	328.43
11/26/12	CONFERENCE CALLS	15.44
11/26/12	CONFERENCE CALLS	117.21
11/26/12	CONFERENCE CALLS	18,473.45
11/26/12	CONFERENCE CALLS	50.36
11/26/12	CONFERENCE CALLS	24.23
11/26/12	CONFERENCE CALLS	65.42
11/26/12	CONFERENCE CALLS	36.33
11/26/12	CONFERENCE CALLS	5,767.24
11/26/12	CONFERENCE CALLS	34.52
11/26/12	CONFERENCE CALLS	29.47
11/26/12	CONFERENCE CALLS	65.00

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11/26/12	CONFERENCE CALLS	399.77
11/26/12	CONFERENCE CALLS	13.38
11/26/12	CONFERENCE CALLS	106.09
11/26/12	CONFERENCE CALLS	1,655.60
11/26/12	CONFERENCE CALLS	135.42
11/26/12	CONFERENCE CALLS	287.89
11/26/12	CONFERENCE CALLS	27.37
11/26/12	CONFERENCE CALLS	26.15
11/26/12	CONFERENCE CALLS	15.86
11/26/12	CONFERENCE CALLS	60.71
11/26/12	CONFERENCE CALLS	13.09
11/26/12	CONFERENCE CALLS	85.86
11/26/12	CONFERENCE CALLS	9.90
11/26/12	CONFERENCE CALLS	26.42
11/26/12	CONFERENCE CALLS	307.13
11/26/12	CONFERENCE CALLS	34.30
11/26/12	CONFERENCE CALLS	116.03
11/26/12	CONFERENCE CALLS	680.01
11/26/12	CONFERENCE CALLS	25.45
11/26/12	CONFERENCE CALLS	38.77
11/26/12	CONFERENCE CALLS	8.61
11/26/12	CONFERENCE CALLS	507.87
11/26/12	CONFERENCE CALLS	59.30
11/26/12	CONFERENCE CALLS	165.05
11/26/12	CONFERENCE CALLS	2,087.79
11/27/12	CONFERENCE CALLS	212.00
11/27/12	CONFERENCE CALLS	44.00
11/28/12	CONFERENCE CALLS	<u>8,717.25</u>
	TOTAL CONFERENCE CALLS	\$42,097.49

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11/01/12	WESTLAW ON-LINE RESEARCH	95.03
11/01/12	WESTLAW ON-LINE RESEARCH	197.68
11/01/12	WESTLAW ON-LINE RESEARCH	31.19
11/01/12	WESTLAW ON-LINE RESEARCH	128.76
11/02/12	WESTLAW ON-LINE RESEARCH	23.94
11/02/12	WESTLAW ON-LINE RESEARCH	11.97
11/02/12	WESTLAW ON-LINE RESEARCH	144.52
11/02/12	WESTLAW ON-LINE RESEARCH	4.71
11/02/12	WESTLAW ON-LINE RESEARCH	245.91
11/02/12	WESTLAW ON-LINE RESEARCH	10.88
11/02/12	WESTLAW ON-LINE RESEARCH	584.28
11/02/12	WESTLAW ON-LINE RESEARCH	207.83
11/04/12	WESTLAW ON-LINE RESEARCH	31.92
11/04/12	WESTLAW ON-LINE RESEARCH	71.81
11/05/12	WESTLAW ON-LINE RESEARCH	47.88
11/05/12	WESTLAW ON-LINE RESEARCH	21.76
11/05/12	WESTLAW ON-LINE RESEARCH	81.24
11/05/12	WESTLAW ON-LINE RESEARCH	19.95
11/05/12	WESTLAW ON-LINE RESEARCH	101.92
11/05/12	WESTLAW ON-LINE RESEARCH	5.44
11/05/12	WESTLAW ON-LINE RESEARCH	11.97
11/05/12	WESTLAW ON-LINE RESEARCH	56.03
11/05/12	WESTLAW ON-LINE RESEARCH	43.16
11/05/12	WESTLAW ON-LINE RESEARCH	11.97
11/06/12	WESTLAW ON-LINE RESEARCH	112.71
11/06/12	WESTLAW ON-LINE RESEARCH	26.48
11/06/12	WESTLAW ON-LINE RESEARCH	69.28
11/06/12	WESTLAW ON-LINE RESEARCH	140.91
11/06/12	WESTLAW ON-LINE RESEARCH	16.32

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11/06/12	WESTLAW ON-LINE RESEARCH	61.30
11/07/12	WESTLAW ON-LINE RESEARCH	63.65
11/07/12	WESTLAW ON-LINE RESEARCH	102.28
11/07/12	WESTLAW ON-LINE RESEARCH	45.73
11/07/12	WESTLAW ON-LINE RESEARCH	51.14
11/07/12	WESTLAW ON-LINE RESEARCH	341.66
11/07/12	WESTLAW ON-LINE RESEARCH	52.59
11/08/12	WESTLAW ON-LINE RESEARCH	14.90
11/08/12	WESTLAW ON-LINE RESEARCH	353.63
11/08/12	WESTLAW ON-LINE RESEARCH	11.97
11/08/12	WESTLAW ON-LINE RESEARCH	33.00
11/08/12	WESTLAW ON-LINE RESEARCH	11.97
11/08/12	WESTLAW ON-LINE RESEARCH	6.53
11/09/12	WESTLAW ON-LINE RESEARCH	177.36
11/11/12	WESTLAW ON-LINE RESEARCH	146.17
11/12/12	WESTLAW ON-LINE RESEARCH	228.68
11/12/12	WESTLAW ON-LINE RESEARCH	273.48
11/12/12	WESTLAW ON-LINE RESEARCH	520.11
11/12/12	WESTLAW ON-LINE RESEARCH	268.40
11/12/12	WESTLAW ON-LINE RESEARCH	397.16
11/12/12	WESTLAW ON-LINE RESEARCH	31.19
11/13/12	WESTLAW ON-LINE RESEARCH	321.25
11/13/12	WESTLAW ON-LINE RESEARCH	242.65
11/13/12	WESTLAW ON-LINE RESEARCH	171.20
11/13/12	WESTLAW ON-LINE RESEARCH	60.57
11/14/12	WESTLAW ON-LINE RESEARCH	570.89
11/14/12	WESTLAW ON-LINE RESEARCH	15.23
11/15/12	WESTLAW ON-LINE RESEARCH	354.72
11/15/12	WESTLAW ON-LINE RESEARCH	523.75
11/15/12	WESTLAW ON-LINE RESEARCH	1,100.53

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11/16/12	WESTLAW ON-LINE RESEARCH	75.45
11/17/12	WESTLAW ON-LINE RESEARCH	99.38
11/18/12	WESTLAW ON-LINE RESEARCH	116.42
11/18/12	WESTLAW ON-LINE RESEARCH	36.63
11/19/12	WESTLAW ON-LINE RESEARCH	31.55
11/19/12	WESTLAW ON-LINE RESEARCH	11.97
11/19/12	WESTLAW ON-LINE RESEARCH	10.70
11/19/12	WESTLAW ON-LINE RESEARCH	642.71
11/19/12	WESTLAW ON-LINE RESEARCH	53.49
11/20/12	WESTLAW ON-LINE RESEARCH	20.68
11/20/12	WESTLAW ON-LINE RESEARCH	289.79
11/20/12	WESTLAW ON-LINE RESEARCH	201.11
11/20/12	WESTLAW ON-LINE RESEARCH	49.69
11/21/12	WESTLAW ON-LINE RESEARCH	78.98
11/21/12	WESTLAW ON-LINE RESEARCH	359.44
11/25/12	WESTLAW ON-LINE RESEARCH	15.96
11/25/12	WESTLAW ON-LINE RESEARCH	440.81
11/26/12	WESTLAW ON-LINE RESEARCH	65.29
11/26/12	WESTLAW ON-LINE RESEARCH	130.58
11/26/12	WESTLAW ON-LINE RESEARCH	27.20
11/26/12	WESTLAW ON-LINE RESEARCH	240.47
11/26/12	WESTLAW ON-LINE RESEARCH	16.33
11/26/12	WESTLAW ON-LINE RESEARCH	125.50
11/27/12	WESTLAW ON-LINE RESEARCH	10.88
11/27/12	WESTLAW ON-LINE RESEARCH	96.84
11/27/12	WESTLAW ON-LINE RESEARCH	34.34
11/27/12	WESTLAW ON-LINE RESEARCH	21.76
11/28/12	WESTLAW ON-LINE RESEARCH	31.19
11/28/12	WESTLAW ON-LINE RESEARCH	17.41
11/28/12	WESTLAW ON-LINE RESEARCH	5.44

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11/29/12	WESTLAW ON-LINE RESEARCH	10.88
11/29/12	WESTLAW ON-LINE RESEARCH	1.16
11/29/12	WESTLAW ON-LINE RESEARCH	254.63
11/29/12	WESTLAW ON-LINE RESEARCH	328.01
11/29/12	WESTLAW ON-LINE RESEARCH	11.97
11/29/12	WESTLAW ON-LINE RESEARCH	31.09
11/30/12	WESTLAW ON-LINE RESEARCH	17.41
11/30/12	WESTLAW ON-LINE RESEARCH	31.19
11/30/12	WESTLAW ON-LINE RESEARCH	<u>23.94</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$13,179.41

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/01/12	LEXIS/NEXIS ON-LINE RESEARCH	366.55
11/01/12	LEXIS/NEXIS ON-LINE RESEARCH	101.49
11/01/12	LEXIS/NEXIS ON-LINE RESEARCH	1,204.36
11/02/12	LEXIS/NEXIS ON-LINE RESEARCH	695.42
11/02/12	LEXIS/NEXIS ON-LINE RESEARCH	255.88
11/02/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/03/12	LEXIS/NEXIS ON-LINE RESEARCH	928.08
11/04/12	LEXIS/NEXIS ON-LINE RESEARCH	220.33
11/05/12	LEXIS/NEXIS ON-LINE RESEARCH	20.04
11/05/12	LEXIS/NEXIS ON-LINE RESEARCH	1,466.77
11/05/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/05/12	LEXIS/NEXIS ON-LINE RESEARCH	135.72
11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	10.03
11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	228.14
11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	105.65
11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	70.11

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11/06/12	LEXIS/NEXIS ON-LINE RESEARCH	640.86
11/07/12	LEXIS/NEXIS ON-LINE RESEARCH	470.71
11/07/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/07/12	LEXIS/NEXIS ON-LINE RESEARCH	180.60
11/08/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/08/12	LEXIS/NEXIS ON-LINE RESEARCH	304.50
11/08/12	LEXIS/NEXIS ON-LINE RESEARCH	297.09
11/09/12	LEXIS/NEXIS ON-LINE RESEARCH	763.82
11/09/12	LEXIS/NEXIS ON-LINE RESEARCH	573.79
11/09/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/10/12	LEXIS/NEXIS ON-LINE RESEARCH	12.68
11/11/12	LEXIS/NEXIS ON-LINE RESEARCH	38.05
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	186.29
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	175.59
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	87.49
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	25.21
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	25.36
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	40.06
11/12/12	LEXIS/NEXIS ON-LINE RESEARCH	85.28
11/13/12	LEXIS/NEXIS ON-LINE RESEARCH	1,689.09
11/13/12	LEXIS/NEXIS ON-LINE RESEARCH	368.04
11/13/12	LEXIS/NEXIS ON-LINE RESEARCH	190.80
11/13/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
11/14/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/14/12	LEXIS/NEXIS ON-LINE RESEARCH	382.42
11/14/12	LEXIS/NEXIS ON-LINE RESEARCH	771.65
11/14/12	LEXIS/NEXIS ON-LINE RESEARCH	105.35
11/14/12	LEXIS/NEXIS ON-LINE RESEARCH	652.34
11/15/12	LEXIS/NEXIS ON-LINE RESEARCH	46.74

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11/15/12	LEXIS/NEXIS ON-LINE RESEARCH	25.21
11/15/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/16/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/16/12	LEXIS/NEXIS ON-LINE RESEARCH	220.83
11/16/12	LEXIS/NEXIS ON-LINE RESEARCH	12.69
11/16/12	LEXIS/NEXIS ON-LINE RESEARCH	2,214.38
11/19/12	LEXIS/NEXIS ON-LINE RESEARCH	276.25
11/19/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/19/12	LEXIS/NEXIS ON-LINE RESEARCH	12.68
11/20/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/20/12	LEXIS/NEXIS ON-LINE RESEARCH	241.73
11/20/12	LEXIS/NEXIS ON-LINE RESEARCH	195.62
11/20/12	LEXIS/NEXIS ON-LINE RESEARCH	12.70
11/21/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/22/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
11/23/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/25/12	LEXIS/NEXIS ON-LINE RESEARCH	369.90
11/26/12	LEXIS/NEXIS ON-LINE RESEARCH	481.93
11/26/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/26/12	LEXIS/NEXIS ON-LINE RESEARCH	63.42
11/26/12	LEXIS/NEXIS ON-LINE RESEARCH	311.50
11/27/12	LEXIS/NEXIS ON-LINE RESEARCH	186.28
11/27/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
11/27/12	LEXIS/NEXIS ON-LINE RESEARCH	686.39
11/28/12	LEXIS/NEXIS ON-LINE RESEARCH	50.06
11/28/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/28/12	LEXIS/NEXIS ON-LINE RESEARCH	394.75
11/29/12	LEXIS/NEXIS ON-LINE RESEARCH	270.08
11/29/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
11/29/12	LEXIS/NEXIS ON-LINE RESEARCH	121.32

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11/29/12	LEXIS/NEXIS ON-LINE RESEARCH	73.46
11/29/12	LEXIS/NEXIS ON-LINE RESEARCH	828.45
11/30/12	LEXIS/NEXIS ON-LINE RESEARCH	226.85
11/30/12	LEXIS/NEXIS ON-LINE RESEARCH	50.72
11/30/12	LEXIS/NEXIS ON-LINE RESEARCH	<u>8.44</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$21,435.22

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/05/12	COURTLINK SEARCHES	6.70
11/05/12	COURTLINK SEARCHES	0.44
11/12/12	COURTLINK SEARCHES	0.45
11/12/12	COURTLINK SEARCHES	0.71
11/19/12	COURTLINK SEARCHES	0.45
11/26/12	COURTLINK SEARCHES	0.45
11/26/12	COURTLINK SEARCHES	1.01
11/26/12	COURTLINK SEARCHES	2.17
11/27/12	COURTLINK SEARCHES	<u>0.51</u>
	TOTAL COURTLINK SEARCHES	\$ 12.89

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/12	MESSENGER/COURIER	11.50
11/16/12	MESSENGER/COURIER	32.24
11/21/12	MESSENGER/COURIER	13.04
11/21/12	MESSENGER/COURIER	26.88
11/27/12	MESSENGER/COURIER	13.38
11/29/12	MESSENGER/COURIER	10.31
11/30/12	MESSENGER/COURIER	40.40
11/30/12	MESSENGER/COURIER	<u>40.40</u>
	TOTAL MESSENGER/COURIER	\$ 188.15

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10/02/12	CAR SERVICE/CAB FARES – K. COLEMAN	11.00
10/03/12	CAR SERVICE/CAB FARES – K. COLEMAN	12.60
10/15/12	CAR SERVICE/CAB FARES – K. COLEMAN	12.38
10/16/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.10
10/18/12	CAR SERVICE/CAB FARES – K. COLEMAN	11.30
10/21/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.20
11/01/12	CAR SERVICE/CAB FARES – E. FREJKA	9.00
11/01/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/01/12	CAR SERVICE/CAB FARES – L. NEUNDER	50.00
11/03/12	CAR SERVICE/CAB FARES – D. BRODY	15.60
11/03/12	CAR SERVICE/CAB FARES – J. TAYLOR	14.00
11/03/12	CAR SERVICE/CAB FARES – K. COLEMAN	29.94
11/03/12	CAR SERVICE/CAB FARES – L. PETTIT	21.00
11/03/12	CAR SERVICE/CAB FARES – M. MELLIN	35.48
11/04/12	CAR SERVICE/CAB FARES – J. BRODY	29.80
11/05/12	CAR SERVICE/CAB FARES – A. KATZ	38.25
11/05/12	CAR SERVICE/CAB FARES – A. LEVINE	15.62
11/05/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	50.00
11/05/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/05/12	CAR SERVICE/CAB FARES – K. COLEMAN	13.20
11/05/12	CAR SERVICE/CAB FARES – M. MELLIN	27.72
11/05/12	CAR SERVICE/CAB FARES – N. ALLARD	10.00
11/05/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/06/12	CAR SERVICE/CAB FARES – A. KATZ	13.00
11/06/12	CAR SERVICE/CAB FARES – A. LEVINE	14.25
11/06/12	CAR SERVICE/CAB FARES – D. BLABEY	7.80
11/06/12	CAR SERVICE/CAB FARES – J. CAHN	29.40
11/06/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/06/12	CAR SERVICE/CAB FARES – J. TAYLOR	4.50

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11/06/12	CAR SERVICE/CAB FARES – K. COLEMAN	15.00
11/06/12	CAR SERVICE/CAB FARES – L. PETTIT	50.00
11/06/12	CAR SERVICE/CAB FARES – P. O'NEILL	50.00
11/06/12	CAR SERVICE/CAB FARES – S. SCHMIDT	15.60
11/06/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/07/12	CAR SERVICE/CAB FARES – A. KATZ	11.00
11/07/12	CAR SERVICE/CAB FARES – A. LEVINE	15.00
11/07/12	CAR SERVICE/CAB FARES – D. BLABEY	8.90
11/07/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/07/12	CAR SERVICE/CAB FARES – K. DENK	18.00
11/07/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/07/12	CAR SERVICE/CAB FARES – M. CHASS	50.00
11/07/12	CAR SERVICE/CAB FARES – M. MELLIN	43.24
11/07/12	CAR SERVICE/CAB FARES – N. ALLARD	10.00
11/07/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/07/12	CAR SERVICE/CAB FARES – P. COLBOURNE	4.50
11/07/12	CAR SERVICE/CAB FARES – P. KAUFMAN	37.14
11/07/12	CAR SERVICE/CAB FARES – R. GOOT	19.80
11/07/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/08/12	CAR SERVICE/CAB FARES – A. BYOWITZ	10.50
11/08/12	CAR SERVICE/CAB FARES – A. SHAIN	47.68
11/08/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/08/12	CAR SERVICE/CAB FARES – K. COLEMAN	29.94
11/08/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/08/12	CAR SERVICE/CAB FARES – M. MELLIN	27.72
11/08/12	CAR SERVICE/CAB FARES – R. GOOT	20.40
11/08/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/09/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/09/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/09/12	CAR SERVICE/CAB FARES – J. TAYLOR	50.00

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11/09/12	CAR SERVICE/CAB FARES – N. ALLARD	8.75
11/09/12	CAR SERVICE/CAB FARES – R. GOOT	19.80
11/09/12	CAR SERVICE/CAB FARES – R. RINGER	50.00
11/09/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/10/12	CAR SERVICE/CAB FARES – J. TAYLOR	14.40
11/10/12	CAR SERVICE/CAB FARES – M. MELLIN	50.00
11/11/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/11/12	CAR SERVICE/CAB FARES – M. MELLIN	50.00
11/12/12	CAR SERVICE/CAB FARES – A. KATZ	34.37
11/12/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/12/12	CAR SERVICE/CAB FARES – D. BLABEY	7.70
11/12/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/12/12	CAR SERVICE/CAB FARES – G. HOROWITZ	50.00
11/12/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/12/12	CAR SERVICE/CAB FARES – M. MELLIN	27.72
11/12/12	CAR SERVICE/CAB FARES – S. SCHMIDT	14.30
11/12/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/13/12	CAR SERVICE/CAB FARES – A. KATZ	26.61
11/13/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
11/13/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	50.00
11/13/12	CAR SERVICE/CAB FARES – C. SIEGEL	45.00
11/13/12	CAR SERVICE/CAB FARES – E. FREJKA	11.00
11/13/12	CAR SERVICE/CAB FARES – J. TAYLOR	11.90
11/13/12	CAR SERVICE/CAB FARES – M. MELLIN	50.00
11/13/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
11/13/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/14/12	CAR SERVICE/CAB FARES – A. KATZ	26.61
11/14/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
11/14/12	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
11/14/12	CAR SERVICE/CAB FARES – D. CHO	29.94

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11/14/12	CAR SERVICE/CAB FARES – E. DANIELS	9.00
11/14/12	CAR SERVICE/CAB FARES – E. FREJKA	11.00
11/14/12	CAR SERVICE/CAB FARES – J. CAHN	19.70
11/14/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/14/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/14/12	CAR SERVICE/CAB FARES – N. ALLARD	9.00
11/14/12	CAR SERVICE/CAB FARES – R. DE CHACON	34.02
11/14/12	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/14/12	CAR SERVICE/CAB FARES – S. KROUNER	50.00
11/14/12	CAR SERVICE/CAB FARES – S. SCHMIDT	13.10
11/14/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/15/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/15/12	CAR SERVICE/CAB FARES – E. FREJKA	12.00
11/15/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/15/12	CAR SERVICE/CAB FARES – N. ALLARD	10.10
11/15/12	CAR SERVICE/CAB FARES – R. DE CHACON	36.03
11/15/12	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
11/15/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/16/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/17/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/17/12	CAR SERVICE/CAB FARES – R. DE CHACON	50.00
11/18/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/18/12	CAR SERVICE/CAB FARES – J. TAYLOR	27.60
11/18/12	CAR SERVICE/CAB FARES – L. PETTIT	21.50
11/18/12	CAR SERVICE/CAB FARES – M. MELLIN	27.72
11/18/12	CAR SERVICE/CAB FARES – R. GOOT	22.00
11/18/12	CAR SERVICE/CAB FARES – S. ZIDE	42.00
11/19/12	CAR SERVICE/CAB FARES – A. SHAIN	47.68
11/19/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
11/19/12	CAR SERVICE/CAB FARES – D. BLABEY	7.70

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11/19/12	CAR SERVICE/CAB FARES – J. TAYLOR	16.20
11/19/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/19/12	CAR SERVICE/CAB FARES – M. MELLIN	43.24
11/19/12	CAR SERVICE/CAB FARES – R. RINGER	25.70
11/19/12	CAR SERVICE/CAB FARES – S. KAGAN	35.48
11/19/12	CAR SERVICE/CAB FARES – S. KROUNER	29.94
11/19/12	CAR SERVICE/CAB FARES – S. ROSEN	34.37
11/19/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/20/12	CAR SERVICE/CAB FARES – D. BLABEY	7.70
11/20/12	CAR SERVICE/CAB FARES – E. DANIELS	13.00
11/20/12	CAR SERVICE/CAB FARES – J. DUNLAP	50.00
11/20/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
11/20/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/20/12	CAR SERVICE/CAB FARES – L. PETTIT	50.00
11/20/12	CAR SERVICE/CAB FARES – R. RINGER	8.90
11/20/12	CAR SERVICE/CAB FARES – S. ZIDE	26.30
11/21/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/23/12	CAR SERVICE/CAB FARES – P. KAUFMAN	50.00
11/26/12	CAR SERVICE/CAB FARES – R. BAIN	50.00
11/26/12	CAR SERVICE/CAB FARES – S. FORD	44.35
11/27/12	CAR SERVICE/CAB FARES – A. KATZ	46.02
11/27/12	CAR SERVICE/CAB FARES – D. BLABEY	8.30
11/27/12	CAR SERVICE/CAB FARES – L. NEUNDER	50.00
11/27/12	CAR SERVICE/CAB FARES – L. PETTIT	10.00
11/27/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
11/27/12	CAR SERVICE/CAB FARES – R. BAIN	50.00
11/27/12	CAR SERVICE/CAB FARES – R. GOOT	33.26
11/27/12	CAR SERVICE/CAB FARES – S. FORD	50.00
11/28/12	CAR SERVICE/CAB FARES – A. KATZ	26.61
11/28/12	CAR SERVICE/CAB FARES – A. MILLER	45.46

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11/28/12	CAR SERVICE/CAB FARES – D. BLABEY	9.00
11/28/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/28/12	CAR SERVICE/CAB FARES – J. TRACHTMAN	50.00
11/28/12	CAR SERVICE/CAB FARES – N. ALLARD	9.50
11/28/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/28/12	CAR SERVICE/CAB FARES – R. RINGER	10.20
11/28/12	CAR SERVICE/CAB FARES – S. ROSEN	26.61
11/29/12	CAR SERVICE/CAB FARES – A. MILLER	24.60
11/29/12	CAR SERVICE/CAB FARES – B. GREGORY	5.00
11/29/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
11/29/12	CAR SERVICE/CAB FARES – K. DENK	18.00
11/29/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
11/29/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
11/29/12	CAR SERVICE/CAB FARES – R. RINGER	10.70
11/29/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
11/30/12	CAR SERVICE/CAB FARES – A. KATZ	<u>25.00</u>
	TOTAL CAR SERVICE/CAB FARES	\$5,371.61

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/01/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/01/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/01/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	17.46
11/01/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	4.99
11/01/12	OVERTIME MEALS/IN-HOUSE – L. NEUNDER	20.00
11/01/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	20.00
11/01/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/01/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
11/03/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
11/03/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/04/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	14.94

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11/04/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/04/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – A. KAUP	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – D. BRODY	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
11/05/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/06/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/06/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/06/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/06/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/06/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – M. CHASS	13.80
11/07/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/07/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – A. YERRAMALLI	14.80

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11/08/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – J. LI	18.28
11/08/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	16.06
11/08/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	14.80
11/08/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	14.80
11/08/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/08/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/09/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/09/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/10/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	7.92
11/10/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/11/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	15.64
11/11/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	19.89
11/11/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
11/11/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	15.63
11/12/12	OVERTIME MEALS/IN-HOUSE – A. BYOWITZ	16.08
11/12/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	17.37
11/12/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	16.66
11/12/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	16.08
11/12/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/12/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00

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11/13/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	17.14
11/13/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	9.00
11/13/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/13/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – A. BYOWITZ	18.15
11/14/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – H. VANARIA	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – J. LI	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	13.82
11/14/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	18.14
11/14/12	OVERTIME MEALS/IN-HOUSE – R. DE CHACON	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – R. PHILLIP	20.00
11/14/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	18.14
11/14/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00

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11/14/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – J. DUNLAP	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	19.80
11/15/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	11.75
11/15/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
11/15/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/16/12	OVERTIME MEALS/IN-HOUSE – J. LI	20.00
11/16/12	OVERTIME MEALS/IN-HOUSE – J. RANSON	20.00
11/16/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
11/16/12	OVERTIME MEALS/IN-HOUSE – R. DE CHACON	20.00
11/17/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	20.00
11/18/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	19.89
11/18/12	OVERTIME MEALS/IN-HOUSE – A. STACKPOOLE	20.00
11/18/12	OVERTIME MEALS/IN-HOUSE – J. LI	20.00
11/18/12	OVERTIME MEALS/IN-HOUSE – J. TAYLOR	14.04
11/18/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/18/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/18/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – E. FREJKA	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – K. KAGAN	14.34
11/19/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00

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11/19/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
11/19/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	10.00
11/20/12	OVERTIME MEALS/IN-HOUSE – E. FREJKA	13.00
11/20/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
11/20/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	12.02
11/25/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
11/26/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
11/26/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/26/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
11/26/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	17.72
11/27/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	19.89
11/27/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – K. ECKSTEIN	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/27/12	OVERTIME MEALS/IN-HOUSE – S. FORD	19.33
11/27/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	18.05
11/28/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – B. SCHULMAN	20.00

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11/28/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – H. VANARIA	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – K. ECKSTEIN	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
11/28/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
11/29/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
11/29/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
11/29/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
11/29/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
11/29/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$3,319.42

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/28/12	CORP. SVC. FILING FEES	<u>53.00</u>
	TOTAL CORP. SVC. FILING FEES	\$ 53.00

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
11/15/12	TRANSCRIPT FEES	<u>53.00</u>
	TOTAL TRANSCRIPT FEES	\$ 53.00

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
10/25/12	MEETINGS	73.63
11/01/12	MEETINGS	80.00
11/01/12	MEETINGS	50.73
11/02/12	MEETINGS	300.00
11/02/12	MEETINGS	15.41
11/05/12	MEETINGS	120.00

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11/05/12	MEETINGS	158.06
11/05/12	MEETINGS	440.00
11/06/12	MEETINGS	100.46
11/07/12	MEETINGS	57.41
11/07/12	MEETINGS	296.92
11/07/12	MEETINGS	240.00
11/07/12	MEETINGS	56.94
11/07/12	MEETINGS	20.00
11/07/12	MEETINGS	100.00
11/07/12	MEETINGS	160.00
11/08/12	MEETINGS	800.00
11/08/12	MEETINGS	553.22
11/08/12	MEETINGS	285.61
11/08/12	MEETINGS	200.86
11/09/12	MEETINGS	200.00
11/12/12	MEETINGS	100.00
11/12/12	MEETINGS	58.89
11/12/12	MEETINGS	126.32
11/12/12	MEETINGS	44.83
11/12/12	MEETINGS	440.00
11/12/12	MEETINGS	14.68
11/12/12	MEETINGS	240.00
11/12/12	MEETINGS	140.00
11/12/12	MEETINGS	13.96
11/12/12	MEETINGS	307.87
11/13/12	MEETINGS	14.68
11/13/12	MEETINGS	500.00
11/13/12	MEETINGS	313.80
11/13/12	MEETINGS	40.00
11/14/12	MEETINGS	20.00

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11/14/12	MEETINGS	800.00
11/14/12	MEETINGS	502.28
11/14/12	MEETINGS	69.69
11/14/12	MEETINGS	500.00
11/14/12	MEETINGS	184.31
11/15/12	MEETINGS	184.31
11/15/12	MEETINGS	124.32
11/15/12	MEETINGS	124.32
11/15/12	MEETINGS	285.12
11/15/12	MEETINGS	400.00
11/16/12	MEETINGS	15.41
11/16/12	MEETINGS	16.52
11/16/12	MEETINGS	100.00
11/16/12	MEETINGS	-61.59
11/19/12	MEETINGS	201.70
11/19/12	MEETINGS	500.00
11/19/12	MEETINGS	500.00
11/19/12	MEETINGS	95.23
11/19/12	MEETINGS	69.69
11/19/12	MEETINGS	313.80
11/19/12	MEETINGS	313.80
11/20/12	MEETINGS	98.66
11/20/12	MEETINGS	69.69
11/20/12	MEETINGS	313.80
11/20/12	MEETINGS	58.89
11/20/12	MEETINGS	500.00
11/21/12	MEETINGS	37.30
11/26/12	MEETINGS	88.84
11/28/12	MEETINGS	32.22
11/28/12	MEETINGS	120.00

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11/28/12	MEETINGS	16.02
11/29/12	MEETINGS	57.41
11/29/12	MEETINGS	124.88
11/29/12	MEETINGS	<u>87.37</u>
	TOTAL MEETINGS	\$13,528.27

TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$108,712.18</u>
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KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 27, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 614076
066069

REVISED

FOR PROFESSIONAL SERVICES rendered through December 31, 2012,
as per the attached time detail.

DISBURSEMENTS AND OTHER CHARGES \$71,630.11

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 614076
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

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SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	4,483.64
CONFERENCE CALLS	20,713.44
WESTLAW ON-LINE RESEARCH	15,755.43
LEXIS/NEXIS ON-LINE RESEARCH	13,787.10
COURTLINK SEARCHES	2.58
MESSENGER/COURIER	154.26
CAR SERVICE/CAB FARES	3,110.19
OVERTIME MEALS/IN-HOUSE	2,123.40
DIGITAL CONVERSION	2,142.08
MEETINGS	3,600.65
TRANSCRIPT FEES	216.00
DOCUMENT RETRIEVAL FEES	<u>5,541.34</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$71,630.11</u>

DETAIL OF DISBURSEMENTS AND OTHER CHARGES

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/03/12	PHOTOCOPYING	191.30
12/03/12	PHOTOCOPYING	24.00
12/04/12	PHOTOCOPYING	201.50
12/04/12	PHOTOCOPYING	60.40
12/05/12	PHOTOCOPYING	0.10
12/05/12	PHOTOCOPYING	133.80
12/05/12	PHOTOCOPYING	66.50
12/06/12	PHOTOCOPYING	13.60
12/06/12	PHOTOCOPYING	4.40

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12/10/12	PHOTOCOPYING	38.20
12/10/12	PHOTOCOPYING	23.00
12/10/12	PHOTOCOPYING	38.90
12/11/12	PHOTOCOPYING	1.50
12/11/12	PHOTOCOPYING	0.20
12/11/12	PHOTOCOPYING	109.70
12/12/12	PHOTOCOPYING	0.20
12/12/12	PHOTOCOPYING	0.20
12/12/12	PHOTOCOPYING	0.30
12/12/12	PHOTOCOPYING	1.20
12/12/12	PHOTOCOPYING	1.00
12/13/12	PHOTOCOPYING	0.60
12/13/12	PHOTOCOPYING	4.60
12/13/12	PHOTOCOPYING	0.40
12/13/12	PHOTOCOPYING	0.20
12/13/12	PHOTOCOPYING	91.20
12/13/12	PHOTOCOPYING	0.10
12/13/12	PHOTOCOPYING	44.40
12/13/12	PHOTOCOPYING	199.80
12/14/12	PHOTOCOPYING	0.80
12/14/12	PHOTOCOPYING	0.80
12/14/12	PHOTOCOPYING	24.40
12/14/12	PHOTOCOPYING	0.40
12/14/12	PHOTOCOPYING	0.40
12/14/12	PHOTOCOPYING	1.60
12/14/12	PHOTOCOPYING	3.20
12/14/12	PHOTOCOPYING	57.20
12/17/12	PHOTOCOPYING	0.20
12/17/12	PHOTOCOPYING	17.50
12/17/12	PHOTOCOPYING	45.40
12/17/12	PHOTOCOPYING	190.20
12/17/12	PHOTOCOPYING	612.72
12/17/12	PHOTOCOPYING	1,444.32
12/17/12	PHOTOCOPYING	564.40

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12/18/12	PHOTOCOPYING	144.30
12/18/12	PHOTOCOPYING	0.20
12/19/12	PHOTOCOPYING	6.00
12/19/12	PHOTOCOPYING	2.60
12/19/12	PHOTOCOPYING	2.40
12/19/12	PHOTOCOPYING	17.10
12/20/12	PHOTOCOPYING	7.80
12/20/12	PHOTOCOPYING	42.60
12/21/12	PHOTOCOPYING	2.00
12/27/12	PHOTOCOPYING	4.00
12/27/12	PHOTOCOPYING	6.00
12/28/12	PHOTOCOPYING	26.90
12/28/12	PHOTOCOPYING	1.20
12/28/12	PHOTOCOPYING	1.30
12/30/12	PHOTOCOPYING	4.30
12/31/12	PHOTOCOPYING	0.10
	TOTAL PHOTOCOPYING	\$4,483.64

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/05/12	CONFERENCE CALLS	3,720.64
12/05/12	CONFERENCE CALLS	241.41
12/16/12	CONFERENCE CALLS	788.62
12/28/12	CONFERENCE CALLS	29.71
12/28/12	CONFERENCE CALLS	34.42
12/28/12	CONFERENCE CALLS	34.55
12/28/12	CONFERENCE CALLS	150.88
12/28/12	CONFERENCE CALLS	2,571.59
12/28/12	CONFERENCE CALLS	211.65
12/28/12	CONFERENCE CALLS	19.99
12/28/12	CONFERENCE CALLS	174.32
12/28/12	CONFERENCE CALLS	2,535.26
12/28/12	CONFERENCE CALLS	1,858.56
12/28/12	CONFERENCE CALLS	52.17
12/28/12	CONFERENCE CALLS	753.32

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12/28/12	CONFERENCE CALLS	97.86
12/28/12	CONFERENCE CALLS	6,648.97
12/28/12	CONFERENCE CALLS	193.72
12/28/12	CONFERENCE CALLS	84.83
12/28/12	CONFERENCE CALLS	155.15
12/28/12	CONFERENCE CALLS	35.41
12/28/12	CONFERENCE CALLS	49.81
12/28/12	CONFERENCE CALLS	20.69
12/28/12	CONFERENCE CALLS	<u>249.91</u>
	TOTAL CONFERENCE CALLS	\$20,713.44

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/12	WESTLAW ON-LINE RESEARCH	168.24
12/02/12	WESTLAW ON-LINE RESEARCH	186.60
12/02/12	WESTLAW ON-LINE RESEARCH	226.30
12/03/12	WESTLAW ON-LINE RESEARCH	18.36
12/04/12	WESTLAW ON-LINE RESEARCH	317.86
12/04/12	WESTLAW ON-LINE RESEARCH	214.39
12/05/12	WESTLAW ON-LINE RESEARCH	77.91
12/05/12	WESTLAW ON-LINE RESEARCH	408.93
12/05/12	WESTLAW ON-LINE RESEARCH	26.84
12/05/12	WESTLAW ON-LINE RESEARCH	278.90
12/06/12	WESTLAW ON-LINE RESEARCH	214.39
12/07/12	WESTLAW ON-LINE RESEARCH	99.76
12/07/12	WESTLAW ON-LINE RESEARCH	16.38
12/08/12	WESTLAW ON-LINE RESEARCH	29.77
12/09/12	WESTLAW ON-LINE RESEARCH	54.59
12/10/12	WESTLAW ON-LINE RESEARCH	235.23
12/11/12	WESTLAW ON-LINE RESEARCH	287.83
12/11/12	WESTLAW ON-LINE RESEARCH	397.39
12/11/12	WESTLAW ON-LINE RESEARCH	1,441.92

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12/11/12	WESTLAW ON-LINE RESEARCH	207.44
12/11/12	WESTLAW ON-LINE RESEARCH	53.60
12/12/12	WESTLAW ON-LINE RESEARCH	16.38
12/12/12	WESTLAW ON-LINE RESEARCH	470.47
12/12/12	WESTLAW ON-LINE RESEARCH	16.38
12/12/12	WESTLAW ON-LINE RESEARCH	368.52
12/12/12	WESTLAW ON-LINE RESEARCH	14.89
12/13/12	WESTLAW ON-LINE RESEARCH	62.53
12/13/12	WESTLAW ON-LINE RESEARCH	1,353.33
12/13/12	WESTLAW ON-LINE RESEARCH	399.50
12/13/12	WESTLAW ON-LINE RESEARCH	57.23
12/13/12	WESTLAW ON-LINE RESEARCH	42.19
12/13/12	WESTLAW ON-LINE RESEARCH	134.07
12/14/12	WESTLAW ON-LINE RESEARCH	44.66
12/14/12	WESTLAW ON-LINE RESEARCH	245.66
12/15/12	WESTLAW ON-LINE RESEARCH	830.51
12/17/12	WESTLAW ON-LINE RESEARCH	528.52
12/17/12	WESTLAW ON-LINE RESEARCH	32.66
12/17/12	WESTLAW ON-LINE RESEARCH	132.50
12/17/12	WESTLAW ON-LINE RESEARCH	38.37
12/17/12	WESTLAW ON-LINE RESEARCH	44.67
12/18/12	WESTLAW ON-LINE RESEARCH	395.78
12/18/12	WESTLAW ON-LINE RESEARCH	55.45
12/18/12	WESTLAW ON-LINE RESEARCH	32.75
12/18/12	WESTLAW ON-LINE RESEARCH	16.38
12/18/12	WESTLAW ON-LINE RESEARCH	172.70
12/18/12	WESTLAW ON-LINE RESEARCH	294.79
12/18/12	WESTLAW ON-LINE RESEARCH	241.19
12/19/12	WESTLAW ON-LINE RESEARCH	6.45
12/19/12	WESTLAW ON-LINE RESEARCH	240.94

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12/20/12	WESTLAW ON-LINE RESEARCH	175.68
12/21/12	WESTLAW ON-LINE RESEARCH	60.30
12/21/12	WESTLAW ON-LINE RESEARCH	134.00
12/21/12	WESTLAW ON-LINE RESEARCH	29.78
12/25/12	WESTLAW ON-LINE RESEARCH	96.28
12/26/12	WESTLAW ON-LINE RESEARCH	40.20
12/26/12	WESTLAW ON-LINE RESEARCH	245.66
12/26/12	WESTLAW ON-LINE RESEARCH	167.25
12/26/12	WESTLAW ON-LINE RESEARCH	16.38
12/28/12	WESTLAW ON-LINE RESEARCH	201.61
12/28/12	WESTLAW ON-LINE RESEARCH	55.09
12/30/12	WESTLAW ON-LINE RESEARCH	221.09
12/31/12	WESTLAW ON-LINE RESEARCH	121.09
12/31/12	WESTLAW ON-LINE RESEARCH	52.10
12/31/12	WESTLAW ON-LINE RESEARCH	1,756.80
12/31/12	WESTLAW ON-LINE RESEARCH	<u>1,130.02</u>
	TOTAL WESTLAW ON-LINE RESEARCH	\$15,755.43

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/01/12	LEXIS/NEXIS ON-LINE RESEARCH	70.33
12/02/12	LEXIS/NEXIS ON-LINE RESEARCH	14.33
12/03/12	LEXIS/NEXIS ON-LINE RESEARCH	222.11
12/03/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/03/12	LEXIS/NEXIS ON-LINE RESEARCH	465.23
12/04/12	LEXIS/NEXIS ON-LINE RESEARCH	55.53
12/04/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/04/12	LEXIS/NEXIS ON-LINE RESEARCH	27.76
12/04/12	LEXIS/NEXIS ON-LINE RESEARCH	35.17
12/05/12	LEXIS/NEXIS ON-LINE RESEARCH	773.44
12/05/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43

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12/06/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/06/12	LEXIS/NEXIS ON-LINE RESEARCH	35.17
12/06/12	LEXIS/NEXIS ON-LINE RESEARCH	257.28
12/07/12	LEXIS/NEXIS ON-LINE RESEARCH	87.92
12/07/12	LEXIS/NEXIS ON-LINE RESEARCH	35.16
12/07/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
12/08/12	LEXIS/NEXIS ON-LINE RESEARCH	123.08
12/09/12	LEXIS/NEXIS ON-LINE RESEARCH	17.57
12/09/12	LEXIS/NEXIS ON-LINE RESEARCH	17.59
12/09/12	LEXIS/NEXIS ON-LINE RESEARCH	208.92
12/09/12	LEXIS/NEXIS ON-LINE RESEARCH	269.30
12/10/12	LEXIS/NEXIS ON-LINE RESEARCH	27.77
12/10/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/10/12	LEXIS/NEXIS ON-LINE RESEARCH	403.71
12/10/12	LEXIS/NEXIS ON-LINE RESEARCH	70.35
12/11/12	LEXIS/NEXIS ON-LINE RESEARCH	759.53
12/11/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/11/12	LEXIS/NEXIS ON-LINE RESEARCH	488.20
12/12/12	LEXIS/NEXIS ON-LINE RESEARCH	17.59
12/12/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/12/12	LEXIS/NEXIS ON-LINE RESEARCH	668.14
12/13/12	LEXIS/NEXIS ON-LINE RESEARCH	839.37
12/13/12	LEXIS/NEXIS ON-LINE RESEARCH	13.87
12/13/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/13/12	LEXIS/NEXIS ON-LINE RESEARCH	52.74
12/13/12	LEXIS/NEXIS ON-LINE RESEARCH	211.00
12/14/12	LEXIS/NEXIS ON-LINE RESEARCH	158.24
12/14/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/14/12	LEXIS/NEXIS ON-LINE RESEARCH	320.21
12/16/12	LEXIS/NEXIS ON-LINE RESEARCH	87.91

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12/17/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/17/12	LEXIS/NEXIS ON-LINE RESEARCH	306.32
12/18/12	LEXIS/NEXIS ON-LINE RESEARCH	93.89
12/18/12	LEXIS/NEXIS ON-LINE RESEARCH	2,208.28
12/18/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/18/12	LEXIS/NEXIS ON-LINE RESEARCH	314.38
12/19/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
12/19/12	LEXIS/NEXIS ON-LINE RESEARCH	880.09
12/20/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
12/20/12	LEXIS/NEXIS ON-LINE RESEARCH	335.01
12/21/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/21/12	LEXIS/NEXIS ON-LINE RESEARCH	27.76
12/24/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/25/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/26/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/26/12	LEXIS/NEXIS ON-LINE RESEARCH	138.80
12/27/12	LEXIS/NEXIS ON-LINE RESEARCH	52.75
12/27/12	LEXIS/NEXIS ON-LINE RESEARCH	103.65
12/27/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/28/12	LEXIS/NEXIS ON-LINE RESEARCH	8.44
12/28/12	LEXIS/NEXIS ON-LINE RESEARCH	158.26
12/28/12	LEXIS/NEXIS ON-LINE RESEARCH	34.92
12/29/12	LEXIS/NEXIS ON-LINE RESEARCH	123.08
12/30/12	LEXIS/NEXIS ON-LINE RESEARCH	1,579.92
12/31/12	LEXIS/NEXIS ON-LINE RESEARCH	211.21
12/31/12	LEXIS/NEXIS ON-LINE RESEARCH	144.36
12/31/12	LEXIS/NEXIS ON-LINE RESEARCH	8.43
12/31/12	LEXIS/NEXIS ON-LINE RESEARCH	<u>62.71</u>
	TOTAL LEXIS/NEXIS ON-LINE RESEARCH	\$13,787.10

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12/03/12	COURTLINK SEARCHES	0.50
12/03/12	COURTLINK SEARCHES	0.28
12/10/12	COURTLINK SEARCHES	0.50
12/17/12	COURTLINK SEARCHES	0.50
12/31/12	COURTLINK SEARCHES	<u>0.80</u>
	TOTAL COURTLINK SEARCHES	\$ 2.58

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/07/12	MESSENGER/COURIER	31.87
12/14/12	MESSENGER/COURIER	26.60
12/14/12	MESSENGER/COURIER	8.42
12/14/12	MESSENGER/COURIER	8.42
12/14/12	MESSENGER/COURIER	8.42
12/14/12	MESSENGER/COURIER	32.10
12/14/12	MESSENGER/COURIER	8.42
12/21/12	MESSENGER/COURIER	<u>30.01</u>
	TOTAL MESSENGER/COURIER	\$ 154.26

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/20/12	DIGITAL CONVERSION	1,186.10
12/20/12	DIGITAL CONVERSION	473.09
12/20/12	DIGITAL CONVERSION	<u>482.89</u>
	TOTAL DIGITAL CONVERSION	\$2,142.08

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/02/12	CAR SERVICE/CAB FARES – D. BLABEY	9.00
12/02/12	CAR SERVICE/CAB FARES – R. RINGER	15.00
12/03/12	CAR SERVICE/CAB FARES – D. BLABEY	6.00
12/03/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00

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12/03/12	CAR SERVICE/CAB FARES – K. DENK	8.62
12/03/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
12/03/12	CAR SERVICE/CAB FARES – N. PUGLIESE	50.00
12/03/12	CAR SERVICE/CAB FARES – R. LANCHE	24.75
12/03/12	CAR SERVICE/CAB FARES – R. RINGER	10.10
12/03/12	CAR SERVICE/CAB FARES – S. FORD	44.35
12/03/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/04/12	CAR SERVICE/CAB FARES – A. MILLER	29.94
12/04/12	CAR SERVICE/CAB FARES – A. ROSENBLUM	9.00
12/04/12	CAR SERVICE/CAB FARES – B. SCHULMAN	50.00
12/04/12	CAR SERVICE/CAB FARES – D. REID	50.00
12/04/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/04/12	CAR SERVICE/CAB FARES – M. MOSES	50.00
12/04/12	CAR SERVICE/CAB FARES – N. ALLARD	7.50
12/04/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
12/04/12	CAR SERVICE/CAB FARES – R. RINGER	13.80
12/04/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/05/12	CAR SERVICE/CAB FARES – A. ROSENBLUM	8.00
12/05/12	CAR SERVICE/CAB FARES – E. TABAK	20.00
12/05/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/05/12	CAR SERVICE/CAB FARES – K. SCARBROUGH	48.79
12/05/12	CAR SERVICE/CAB FARES – N. ALLARD	8.90
12/05/12	CAR SERVICE/CAB FARES – R. RINGER	10.10
12/05/12	CAR SERVICE/CAB FARES – S. FORD	44.35
12/05/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/06/12	CAR SERVICE/CAB FARES – C. DUFFIELD	7.00
12/06/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
12/06/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/06/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
12/07/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/08/12	CAR SERVICE/CAB FARES – D. BLABEY	7.10
12/08/12	CAR SERVICE/CAB FARES – H. VANARIA	13.00
12/09/12	CAR SERVICE/CAB FARES – R. RINGER	13.20
12/09/12	CAR SERVICE/CAB FARES – S. FORD	44.35

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12/10/12	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
12/10/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/10/12	CAR SERVICE/CAB FARES – N. ALLARD	8.40
12/10/12	CAR SERVICE/CAB FARES – P. KAUFMAN	25.50
12/10/12	CAR SERVICE/CAB FARES – R. GOOT	19.10
12/10/12	CAR SERVICE/CAB FARES – R. RINGER	10.10
12/10/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/11/12	CAR SERVICE/CAB FARES – J. CAHN	24.60
12/11/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/12/12	CAR SERVICE/CAB FARES – A. STACKPOOLE	44.35
12/12/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/12/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/12/12	CAR SERVICE/CAB FARES – M. MOSES	50.00
12/12/12	CAR SERVICE/CAB FARES – N. ALLARD	11.40
12/13/12	CAR SERVICE/CAB FARES – C. SIEGEL	50.00
12/13/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/13/12	CAR SERVICE/CAB FARES – S. FORD	44.35
12/14/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/14/12	CAR SERVICE/CAB FARES – R. RINGER	10.20
12/14/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/16/12	CAR SERVICE/CAB FARES – R. RINGER	12.00
12/17/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/17/12	CAR SERVICE/CAB FARES – R. RINGER	11.40
12/17/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/18/12	CAR SERVICE/CAB FARES – C. SIEGEL	47.68
12/18/12	CAR SERVICE/CAB FARES – E. DANIELS	9.00
12/18/12	CAR SERVICE/CAB FARES – K. DENK	9.37
12/18/12	CAR SERVICE/CAB FARES – S. FORD	44.35
12/19/12	CAR SERVICE/CAB FARES – C. DUFFIELD	6.50
12/19/12	CAR SERVICE/CAB FARES – D. MANNAL	50.00
12/19/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/19/12	CAR SERVICE/CAB FARES – K. COLEMAN	35.48
12/19/12	CAR SERVICE/CAB FARES – M. DRAN	5.00
12/19/12	CAR SERVICE/CAB FARES – N. ALLARD	8.90

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12/19/12	CAR SERVICE/CAB FARES – P. KAUFMAN	42.13
12/19/12	CAR SERVICE/CAB FARES – S. GRIBBON	34.25
12/19/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/19/12	CAR SERVICE/CAB FARES –K. ECKSTEIN	50.00
12/20/12	CAR SERVICE/CAB FARES – E. DANIELS	25.00
12/20/12	CAR SERVICE/CAB FARES – K. COLEMAN	39.36
12/20/12	CAR SERVICE/CAB FARES – K. ECKSTEIN	50.00
12/20/12	CAR SERVICE/CAB FARES – N. HAMERMAN	50.00
12/20/12	CAR SERVICE/CAB FARES – R. RINGER	28.00
12/20/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/21/12	CAR SERVICE/CAB FARES – J. CAIAZZO	5.00
12/21/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/21/12	CAR SERVICE/CAB FARES – K. DENK	8.30
12/24/12	CAR SERVICE/CAB FARES – S. SCHMIDT	15.00
12/26/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/27/12	CAR SERVICE/CAB FARES – E. DANIELS	10.00
12/27/12	CAR SERVICE/CAB FARES – J. SHIFER	50.00
12/27/12	CAR SERVICE/CAB FARES – R. LANCHE	25.12
12/27/12	CAR SERVICE/CAB FARES – S. GRIBBON	50.00
12/27/12	CAR SERVICE/CAB FARES – S. ZIDE	50.00
12/30/12	CAR SERVICE/CAB FARES – R. GOOT	26.12
12/30/12	CAR SERVICE/CAB FARES – S. SCHMIDT	<u>13.70</u>
	TOTAL CAR SERVICE/CAB FARES	\$3,110.19

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/02/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	15.85
12/03/12	OVERTIME MEALS/IN-HOUSE – B. SCHULMAN	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – D. BLABEY	19.73
12/03/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	16.78
12/03/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00

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12/03/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	19.73
12/03/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	16.78
12/03/12	OVERTIME MEALS/IN-HOUSE – S. FORD	16.52
12/03/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/03/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/04/12	OVERTIME MEALS/IN-HOUSE – A. LEVINE	20.00
12/04/12	OVERTIME MEALS/IN-HOUSE – A. ROSENBLUM	19.65
12/04/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/04/12	OVERTIME MEALS/IN-HOUSE – M. MOSES	16.58
12/04/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	17.13
12/04/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
12/04/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	17.13
12/04/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/04/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – D. CIFONE	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – E. TABAK	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – K. SCARBROUGH	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – M. MELLIN	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – M. MOSES	18.88
12/05/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	17.73
12/05/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	17.73
12/05/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/05/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	17.74
12/09/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/09/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – A. JARIWALA	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00

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12/10/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/10/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/11/12	OVERTIME MEALS/IN-HOUSE – A. SHARPE	20.00
12/11/12	OVERTIME MEALS/IN-HOUSE – J. CAHN	20.00
12/11/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/11/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – M. MOSES	19.91
12/12/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/12/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – E. DANIELS	13.27
12/13/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – S. ROSEN	20.00
12/13/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/15/12	OVERTIME MEALS/IN-HOUSE – S. FORD	19.33
12/17/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
12/17/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/17/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/17/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/17/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/17/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00

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12/18/12	OVERTIME MEALS/IN-HOUSE – A. MILLER	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIED	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – C. SIEGEL	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – N. ALLARD	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – R. RINGER	20.00
12/18/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – A. SHAIN	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – P. O'NEILL	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/19/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – D. MANNAL	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – K. COLEMAN	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – K. DENK	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – N. HAMERMAN	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – S. FORD	20.00
12/20/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/21/12	OVERTIME MEALS/IN-HOUSE – C. DUFFIELD	20.00
12/21/12	OVERTIME MEALS/IN-HOUSE – S. FORD	17.20
12/24/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/24/12	OVERTIME MEALS/IN-HOUSE – S. ZIDE	20.00
12/26/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/26/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/27/12	OVERTIME MEALS/IN-HOUSE – J. SHIFER	20.00
12/27/12	OVERTIME MEALS/IN-HOUSE – S. GRIBBON	20.00
12/27/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	20.00
12/29/12	OVERTIME MEALS/IN-HOUSE – R. LANCHE	7.76
12/29/12	OVERTIME MEALS/IN-HOUSE – S. FORD	17.97
12/30/12	OVERTIME MEALS/IN-HOUSE – R. GOOT	20.00
12/30/12	OVERTIME MEALS/IN-HOUSE – S. SCHMIDT	<u>20.00</u>
	TOTAL OVERTIME MEALS/IN-HOUSE	\$2,123.40

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATION

February 27, 2013
Invoice No. 614076

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/07/12	DOCUMENT RETRIEVAL FEES	87.10
12/27/12	DOCUMENT RETRIEVAL FEES	591.46
12/31/12	DOCUMENT RETRIEVAL FEES	15.80
12/31/12	DOCUMENT RETRIEVAL FEES	156.90
12/31/12	DOCUMENT RETRIEVAL FEES	16.10
12/31/12	DOCUMENT RETRIEVAL FEES	64.90
12/31/12	DOCUMENT RETRIEVAL FEES	70.30
12/31/12	DOCUMENT RETRIEVAL FEES	945.90
12/31/12	DOCUMENT RETRIEVAL FEES	99.90
12/31/12	DOCUMENT RETRIEVAL FEES	117.80
12/31/12	DOCUMENT RETRIEVAL FEES	1,069.30
12/31/12	DOCUMENT RETRIEVAL FEES	70.70
12/31/12	DOCUMENT RETRIEVAL FEES	14.40
12/31/12	DOCUMENT RETRIEVAL FEES	707.50
12/31/12	DOCUMENT RETRIEVAL FEES	49.50
12/31/12	DOCUMENT RETRIEVAL FEES	23.40
12/31/12	DOCUMENT RETRIEVAL FEES	39.80
12/31/12	DOCUMENT RETRIEVAL FEES	14.90
12/31/12	DOCUMENT RETRIEVAL FEES	10.00
12/31/12	DOCUMENT RETRIEVAL FEES	23.70
12/31/12	DOCUMENT RETRIEVAL FEES	181.70
12/31/12	DOCUMENT RETRIEVAL FEES	17.40
12/31/12	DOCUMENT RETRIEVAL FEES	40.00
12/31/12	DOCUMENT RETRIEVAL FEES	42.10
12/19/12	DOCUMENT RETRIEVAL FEES	11.21
12/19/12	DOCUMENT RETRIEVAL FEES	37.34
12/19/12	DOCUMENT RETRIEVAL FEES	183.45
12/19/12	DOCUMENT RETRIEVAL FEES	4.46
12/19/12	DOCUMENT RETRIEVAL FEES	110.51

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 27, 2013
Invoice No. 614076

12/19/12	DOCUMENT RETRIEVAL FEES	22.10
12/19/12	DOCUMENT RETRIEVAL FEES	3.27
12/19/12	DOCUMENT RETRIEVAL FEES	52.70
12/19/12	DOCUMENT RETRIEVAL FEES	205.77
12/27/12	DOCUMENT RETRIEVAL FEES	0.11
12/27/12	DOCUMENT RETRIEVAL FEES	179.64
12/27/12	DOCUMENT RETRIEVAL FEES	34.30
12/27/12	DOCUMENT RETRIEVAL FEES	108.88
12/27/12	DOCUMENT RETRIEVAL FEES	5.99
12/27/12	DOCUMENT RETRIEVAL FEES	<u>111.05</u>
	TOTAL DOCUMENT RETRIEVAL FEES	\$5,541.34

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/06/12	TRANSCRIPT FEES	81.60
12/06/12	TRANSCRIPT FEES	110.40
12/06/12	TRANSCRIPT FEES	<u>24.00</u>
	TOTAL TRANSCRIPT FEES	\$ 216.00

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
12/04/12	MEETINGS	17.20
12/05/12	MEETINGS	91.51
12/07/12	MEETINGS	120.00
12/10/12	MEETINGS	91.53
12/10/12	MEETINGS	35.34
12/11/12	MEETINGS	91.94
12/12/12	MEETINGS	106.68
12/12/12	MEETINGS	79.71
12/13/12	MEETINGS	300.00
12/13/12	MEETINGS	116.50
12/13/12	MEETINGS	78.20

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 CASE ADMINISTRATIONFebruary 27, 2013
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12/13/12	MEETINGS	100.00
12/14/12	MEETINGS	200.00
12/14/12	MEETINGS	140.00
12/14/12	MEETINGS	20.00
12/17/12	MEETINGS	261.12
12/17/12	MEETINGS	99.80
12/18/12	MEETINGS	217.95
12/18/12	MEETINGS	120.00
12/19/12	MEETINGS	60.00
12/19/12	MEETINGS	700.00
12/19/12	MEETINGS	78.20
12/20/12	MEETINGS	120.00
12/20/12	MEETINGS	20.00
12/20/12	MEETINGS	260.00
12/20/12	MEETINGS	63.43
12/26/12	MEETINGS	<u>11.54</u>
	TOTAL MEETINGS	\$3,600.65

TOTAL DISBURSEMENTS AND OTHER CHARGES**\$71,630.11**

EXHIBIT C-2

SUMMARY OF MEETING CHARGES FOR THE SECOND INTERIM PERIOD

Summary of Kramer Levin Sept.-Dec. 2012 Meeting Charges

Date	Number of Attendees	Cost Per Person (\$)	Final Charge (\$)
9/04/12	6	12.43	74.59
9/04/12	6	12.27	73.63
9/04/12	6	20.00	120.00
9/04/12	6	20.00	120.00
9/04/12	1	14.40	14.40
9/05/12	35	20.00	700.00
9/05/12	6	20.00	120.00
9/05/12	6	14.70	88.21
9/05/12	35	10.90	381.41
9/06/12	21	1.23	25.86
9/06/12	6	12.27	73.63
9/06/12	6	20.00	120.00
9/07/12	2	6.16	12.32
9/10/12	12	20.00	240.00
9/10/12	6	6.22	37.30
9/11/12	10	20.00	200.00
9/12/12	10	6.22	62.16
9/13/12	5	20.00	100.00
9/13/12	6	13.44	80.63
9/13/12	20	13.36	267.13
9/14/12	2	6.16	12.32
9/19/12	6	14.56	87.37
9/19/12	10	17.48	174.84
9/20/12	10	12.12	121.22
9/20/12	10	18.37	183.66
9/21/12	6	6.22	37.30
9/24/12	6	6.22	37.30
9/25/12	6	6.22	37.30
9/25/12	6	6.22	37.30
9/25/12	2	6.16	12.32
9/25/12	10	20.00	200.00
9/25/12	6	5.89	35.34
9/25/12	12	10.49	125.84
9/27/12	6	6.22	37.30
9/28/12	6	12.60	75.59
10/02/12	20	20.00	400.00
10/02/12	20	20.00	400.00
10/02/12	6	6.22	37.30
10/04/12	6	20.00	120.00
10/04/12	1	20.00	20.00

Date	Number of Attendees	Cost Per Person (\$)	Final Charge (\$)
10/04/12	15	13.39	200.86
10/10/12	8	3.69	29.49
10/10/12	8	12.23	97.84
10/11/12	6	20.00	120.00
10/11/12	1	20.00	20.00
10/11/12	6	20.00	120.00
10/12/12	1	18.26	18.26
10/12/12	6	11.39	68.32
10/12/12	10	20.00	200.00
10/12/12	10	12.12	121.22
10/15/12	6	16.85	101.11
10/16/12	1	13.21	13.21
10/16/12	15	20.00	300.00
10/17/12	6	14.57	87.43
10/17/12	6	6.66	39.93
10/17/12	13	20.00	260.00
10/18/12	8	11.39	91.09
10/22/12	6	14.56	87.37
10/22/12	10	6.12	61.22
10/22/12	8	20.00	160.00
10/23/12	5	12.30	61.52
10/23/12	10	16.85	168.51
10/24/12	6	2.29	13.74
10/24/12	7	14.71	102.96
10/24/12	6	20.00	120.00
10/24/12	6	20.00	120.00
10/24/12	1	13.21	13.21
10/25/12	7	9.82	68.72
10/25/12	2	20.00	40.00
10/25/12	6	8.15	48.91
10/25/12	10	20.00	200.00
10/26/12	8	20.00	160.00
10/26/12	2	20.00	40.00
11/01/12	4	20.00	80.00
11/01/12	8	6.34	50.73
11/02/12	15	20.00	300.00
11/02/12	1	15.41	15.41
10/25/12	6	12.27	73.63
11/05/12	6	20.00	120.00
11/05/12	10	15.81	158.06

Date	Number of Attendees	Cost Per Person (\$)	Final Charge (\$)
11/05/12	22	20.00	440.00
11/06/12	8	12.56	100.46
11/07/12	10	5.74	57.41
11/07/12	25	11.88	296.92
11/07/12	12	20.00	240.00
11/07/12	5	11.39	56.94
11/07/12	1	20.00	20.00
11/07/12	5	20.00	100.00
11/07/12	8	20.00	160.00
11/08/12	40	20.00	800.00
11/08/12	40	13.83	553.22
11/08/12	22	12.98	285.61
11/08/12	15	13.39	200.86
11/09/12	10	20.00	200.00
11/12/12	5	20.00	100.00
11/12/12	10	5.89	58.89
11/12/12	10	12.63	126.32
11/12/12	25	1.79	44.83
11/12/12	22	20.00	440.00
11/12/12	5	2.94	14.68
11/12/12	12	20.00	240.00
11/12/12	7	20.00	140.00
11/12/12	1	13.96	13.96
11/12/12	25	12.31	307.87
11/13/12	1	14.68	14.68
11/13/12	25	20.00	500.00
11/13/12	25	12.55	313.80
11/13/12	2	20.00	40.00
11/14/12	1	20.00	20.00
11/14/12	40	20.00	800.00
11/14/12	40	12.56	502.28
11/14/12	10	6.97	69.69
11/14/12	25	20.00	500.00
11/14/12	15	12.29	184.31
11/15/12	15	12.29	184.31
11/15/12	10	12.43	124.32
11/15/12	10	12.43	124.32
11/15/12	20	14.26	285.12
11/15/12	20	20.00	400.00
11/16/12	1	15.41	15.41

Date	Number of Attendees	Cost Per Person (\$)	Final Charge (\$)
11/16/12	1	16.52	16.52
11/16/12	5	20.00	100.00
11/16/12	N/A	N/A	-61.59
11/19/12	15	13.45	201.70
11/19/12	25	20.00	500.00
11/19/12	25	20.00	500.00
11/19/12	6	15.87	95.23
11/19/12	30	2.32	69.69
11/19/12	25	12.55	313.80
11/19/12	25	12.55	313.80
11/20/12	5	19.73	98.66
11/20/12	10	6.97	69.69
11/20/12	25	12.55	313.80
11/20/12	10	5.89	58.89
11/20/12	25	20.00	500.00
11/21/12	6	6.22	37.30
11/26/12	8	11.11	88.84
11/28/12	2	16.11	32.22
11/28/12	6	20.00	120.00
11/28/12	1	16.02	16.02
11/29/12	5	11.48	57.41
11/29/12	8	15.61	124.88
11/29/12	6	14.56	87.37
12/04/12	1	17.20	17.20
12/05/12	6	15.25	91.51
12/07/12	6	20.00	120.00
12/10/12	5	18.31	91.53
12/10/12	6	5.89	35.34
12/11/12	6	15.32	91.94
12/12/12	6	17.78	106.68
12/12/12	6	13.29	79.71
12/13/12	15	20.00	300.00
12/13/12	16	7.28	116.50
12/13/12	6	13.03	78.20
12/13/12	5	20.00	100.00
12/14/12	10	20.00	200.00
12/14/12	12	20.00	140.00
12/14/12	1	20.00	20.00
12/17/12	15	17.41	261.12
12/17/12	6	16.63	99.80

Date	Number of Attendees	Cost Per Person (\$)	Final Charge (\$)
12/18/12	20	10.90	217.95
12/18/12	6	20.00	120.00
12/19/12	3	20.00	60.00
12/19/12	35	20.00	700.00
12/19/12	6	13.03	78.20
12/20/12	6	20.00	120.00
12/20/12	1	20.00	20.00
12/20/12	13	20.00	260.00
12/20/12	4	15.86	63.43
12/26/12	1	11.54	11.54
Total Meeting Charges:			\$25,587.41

EXHIBIT C-3

SUMMARY OF PHOTOCOPYING CHARGES FOR SECOND INTERIM PERIOD

Summary of Kramer Levin Sept.-Dec. 2012 Photocopying Charges

Type	Number of Pages	Cost Per Page (\$)	Amount (\$)
SEPTEMBER 2012			
Internal:			
Black & White	43,104	0.10	4,310.40
Color	9,567	0.10	956.70
OCTOBER 2012			
Internal:			
Black & White	82,398	0.10	8,239.80
Color	15,653	0.10	1,565.30
Vendor:			
	5,910	0.10	591.00
	4,539	0.08	363.12
	1,384	0.08	110.72
	2,372	0.09	206.61
	1,228	0.08	98.24
	18,648	0.10	1,864.80
	23,376	0.08	1,870.08
	1,650	0.10	165.00
NOVEMBER 2012			
Internal:			
Black & White	84,312	0.10	8,431.20
Color	9,482	0.10	948.20
Vendor:			
	1,179	0.08	94.32
DECEMBER 2012			
Internal:			
Black & White	12,369	0.10	1,236.90
Color	3,779	0.10	377.90
Vendor:			
	1,902	0.10	190.20
	7,659	0.08	612.72
	18,054	0.08	1,444.32
	7,055	0.08	564.40
	572	0.10	57.20
Total:	356,192		\$34,299.13
Avg Cost Per Page:			\$0.096

EXHIBIT D

SUMMARY OF TIME BY CATEGORY

<u>Matter No.</u>	<u>Matter Name</u>	<u>Total Hours</u>	<u>Total Compensation</u>
066069-00001	Case Administration	95.60	42,634.50
066069-00002	DIP / Cash Collateral	2,332.40	1,584,054.00
066069-00003	Use, Sale or Lease of Property	1,364.00	965,824.50
066069-00004	Plan of Reorganization / Disclosure Statement	585.20	435,599.00
066069-00006	AFI Investigation	7,347.30	4,405,695.00
066069-00007	RMBS Issues	8,728.30	5,747,175.50
066069-00010	Committee Meetings / Communications	715.60	501,124.50
066069-00011	Motions	536.90	362,239.50
066069-00012	Court Hearings	338.90	230,192.00
066069-00013	Employee Benefits / Executive Compensation	254.00	185,294.00
066069-00015	Executory Contracts / Unexpired Leases	12.10	7,724.50
066069-00016	Claims Analysis and Administrations	606.70	362,683.00
066069-00017	Creditor Inquiries	48.70	26,829.50
066069-00018	Retention of Professionals	142.40	96,644.50
066069-00019	Fee Statements/Applications	551.20	207,835.50
066069-00020	Automatic Stay	81.10	51,982.50
066069-00024	Regulatory Issues	5.60	4,252.50
	TOTAL	23,746.00	\$15,217,784.50

EXHIBIT E

TIME DETAIL

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

October 31, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 607659
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through September 30, 2012,
as per the attached time detail.

FEES	\$3,771,442.50
DISBURSEMENTS AND OTHER CHARGES	<u>89,714.95</u>
INVOICE TOTAL	<u>\$3,861,157.45</u>

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 607659
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.
DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.
TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	0.80	576.00
RINGER, RACHAEL L	ASSOCIATE	2.30	1,253.50
ALLARD, NATHANIEL	ASSOCIATE	0.80	332.00
SHAIN, ALIYA	PARALEGAL	6.70	1,909.50
VANARIA, HUNTER	PARALEGAL	0.70	217.00
<u>TOTAL</u>		<u>11.30</u>	<u>\$4,288.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	5,267.10
CONFERENCE CALLS	24,145.98
WESTLAW ON-LINE RESEARCH	25,294.30
LEXIS/NEXIS ON-LINE RESEARCH	21,103.37
MESSENGER/COURIER	43.48
CAR SERVICE/CAB FARES	3,911.34
OVERTIME MEALS/IN-HOUSE	2,932.16
DOCUMENT RETRIEVAL FEES	2,302.50
TRANSCRIPT FEES	588.45
MEETINGS	4,126.27
<u>TOTAL DISBURSEMENTS AND OTHER CHARGES</u>	<u>\$89,714.95</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)October 31, 2012
Invoice No. 607659**DETAIL OF SERVICES**

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/12	SHAIN, ALIYA	Update case calendar with new relevant dates (.4)	0.40	114.00
09/10/12	SHAIN, ALIYA	Organize case calendar and contact list (1.2).	1.20	342.00
09/10/12	RINGER, RACHAEL L	Meeting with S. Zide re: WIP (.4)	0.40	218.00
09/10/12	ZIDE, STEPHEN	Emails with R. Ringer re WIP (.4). Meet with R. Ringer re same (.4).	0.80	576.00
09/11/12	SHAIN, ALIYA	Update case calendar (.5)	0.50	142.50
09/11/12	SHAIN, ALIYA	Draft revised WIP (.7)	0.70	199.50
09/12/12	SHAIN, ALIYA	Update case calendar with new hearing dates (.5); organize and circulate recently filed pleadings (.6).	1.10	313.50
09/12/12	RINGER, RACHAEL L	Revise WIP.	0.40	218.00
09/13/12	ALLARD, NATHANIEL	Meeting with R. Ringer re: case administration (.5); follow- up emails with R. Ringer re: same (.3)	0.80	332.00
09/13/12	RINGER, RACHAEL L	Meeting with N. Allard re: WIP (.5), follow up emails with N. Allard re: same (.3).	0.80	436.00
09/14/12	SHAIN, ALIYA	Organize recently filed pleadings and send docket updates to KL internal team (.6); update case calendar with new dates (.7).	1.30	370.50
09/18/12	VANARIA, HUNTER	Compile and circulate docket filings (.4).	0.40	124.00
09/20/12	VANARIA, HUNTER	Compile and distribute recently filed pleadings.	0.30	93.00
09/21/12	RINGER, RACHAEL L	Review case calendar (.2)	0.20	109.00
09/22/12	RINGER, RACHAEL L	E-mails with K. Eckstein, D. Mannal, P. Bentley re: Committee statements (.2)	0.20	109.00
09/23/12	RINGER, RACHAEL L	Review Committee pleadings; e-mails with D. Mannal re: same (.3)	0.30	163.50
09/25/12	SHAIN, ALIYA	Update case calendar (.6); organize recently filed pleadings (.9).	<u>1.50</u>	<u>427.50</u>
TOTAL			<u>11.30</u>	<u>\$4,288.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	10.30	10,197.00
TRACHTMAN, JEFFREY S.	PARTNER	30.70	27,323.00
BENTLEY, PHILIP	PARTNER	0.30	259.50
O'NEILL, P. BRADLEY	PARTNER	60.50	47,795.00
CHIN, KENNETH	PARTNER	58.60	49,224.00
BESSONETTE, JOHN	PARTNER	49.60	39,184.00
MANNAL, DOUGLAS	PARTNER	13.00	10,270.00
LIU, GILBERT	PARTNER	9.60	7,824.00
CHASS, MARK	ASSOCIATE	170.10	126,724.50
ARCHER, CAROL	ASSOCIATE	15.60	10,920.00
LEUNG, MARISSA	ASSOCIATE	15.30	10,710.00
CARRUZZO, FABIEN	ASSOCIATE	6.00	4,320.00
ZIDE, STEPHEN	ASSOCIATE	130.40	93,888.00
SHIFER, JOSEPH A	ASSOCIATE	142.40	95,408.00
DANIELS, ELAN	ASSOCIATE	131.50	92,050.00
FOLEY, NICOLE	ASSOCIATE	16.10	10,223.50
AMSTER, JASON S	ASSOCIATE	137.40	96,180.00
CAHN, JOSHUA B	ASSOCIATE	12.70	5,588.00
RINGER, RACHAEL L	ASSOCIATE	2.50	1,362.50
BRODY, DANIEL J	ASSOCIATE	87.30	47,578.50
CODY, BRANDON J T	ASSOCIATE	7.40	4,033.00
BUTNICK, FRANCESCA C	ASSOCIATE	5.50	2,640.00
HILL, MICHAEL C	ASSOCIATE	38.20	18,527.00
MIRVIS, DORI Y	ASSOCIATE	3.10	1,503.50
KAUP, ANASTASIA N	ASSOCIATE	0.20	97.00
GUCCION, MARY K	ASSOCIATE	14.40	7,848.00
ALLARD, NATHANIEL	ASSOCIATE	15.20	6,308.00
SHAIN, ALIYA	PARALEGAL	8.50	2,422.50
VANARIA, HUNTER	PARALEGAL	<u>11.50</u>	<u>3,565.00</u>
TOTAL		<u>1,203.90</u>	<u>\$833,973.50</u>

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DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/12	ECKSTEIN, KENNETH H.	Review memo re second lien investigation (.8).	0.80	792.00
09/03/12	ZIDE, STEPHEN	Emails with M. Chass re status of collateral review and updated analysis (.5); comment on presentation on status of collateral review (2); email status of issues re: same to M. Chass (.7).	3.20	2,304.00
09/03/12	SHIFER, JOSEPH A	Emails with E. Daniels re discovery issues (.3), review AFI production re same (.4)	0.70	469.00
09/03/12	CHASS, MARK	Review Committee presentation re collateral review (.4), email correspondence with S. Zide, J. Amster re same (.2), review K. Eckstein, D. Mannal, S. Zide comments on same (1.3), review Alix Deck re same (1.2), revise presentation for Committee (7.5)	10.60	7,897.00
09/04/12	FOLEY, NICOLE	T/C with E. Daniels re: document production (.6); review e-mails re same (.3) review presentation re collateral review (.3); t/c w/ E. Daniels and F. Butnick re: document review (.5); correspondence w/ F. Butnick re: same (.3); review discovery documents (4.7).	6.70	4,254.50
09/04/12	DANIELS, ELAN	Email correspondence with Alix regarding document production (.9); review document productions (.8); correspondence with S. Ford regarding same (.3); T/C with N. Foley regarding document production (.6); review document production and conference with J. Amster regarding same (.5); T/C with N. Foley, F. Butnick regarding document review (.5); T/C with Alix B. O'Neill, K. Chin, M. Chass, S. Zide, and J. Shifer, regarding collateral review presentation (1.2); conference with B. O'Neill, S. Zide regarding next steps (.4); review produced documents re: collateral review (4.7)	9.90	6,930.00

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09/04/12	LEUNG, MARISSA	Review presentation for the Committee re collateral review(.3); review document production folder (0.1); review Freddie Mac analysis for collateral review (2.3); review memo on accounts (.2); conference call with K. Chin, B. Cody, S. Zide, J. Amster, M. Chass re collateral review (2.5); review Fannie Mae analysis (1.5).	6.90	4,830.00
09/04/12	HILL, MICHAEL C	Call with J. Bessonette re collateral review (.2); revise preference memo (1.0); proofread restricted cash accounts memo (.4).	1.60	776.00
09/04/12	CODY, BRANDON J T	Conference call with M. Leung, J. Amster, S. Zide, K. Chin and M. Chass regarding collateral presentation.	2.50	1,362.50
09/04/12	ARCHER, CAROL	Conf. w. J. Bessonette re collateral review matters (.1); review Committee presentation (3.9). emails w. M. Chass re: same (.3).	4.30	3,010.00
09/04/12	AMSTER, JASON S	Internal call with M. Leung, B. Cody, S. Zide, K. Chin, and M. Chass re: collateral presentation to committee (2.5); review documents from production re: same (8.0).	10.50	7,350.00
09/04/12	BESSONETTE, JOHN	Correspond with C. Archer, M. Hill and M. Chass re: Committee presentation (1.0); revise presentation for Committee (.9) review open research matters (.6); confer w/ C. Archer re: collateral review (.1), call w/ M. Hill re same (.2).	2.80	2,212.00
09/04/12	CHIN, KENNETH	Review UCC presentation (1.1); TCF w/ Alix, B. O'Neill, E. Daniels, M. Chass, S. Zide, and J. Shifer regarding presentation to UCC (1.2), call w/ M. Leung, B. Cody, S. Zide, J. Amster, M. Chass re: collateral review (2.5).	4.80	4,032.00
09/04/12	BUTNICK, FRANCESCA C	Document review for collateral review (5.0); TCF w/ E. Daniels & N. Foley re: same (.5).	5.50	2,640.00
09/04/12	ZIDE, STEPHEN	Review Committee presentation on collateral review (2.3); extensive revisions to same (3.6); call with Alix, M. Chass, E. Daniels, J. Shifer, B. O'Neill and K. Chin re same (1.2); conference call with K. Chin, M. Chass, B. Cody, M. Leung and J. Amster re same (2.5). Correspond with M. Chass, K. Eckstein and D. Mannal re collateral review presentation (.7); TCF with B. O'Neill and E. Daniels re next steps (.4).	10.70	7,704.00

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09/04/12	O'NEILL, P. BRADLEY	Review lien analysis presentation (.8); emails with M. Chass re same (.2); review claims analysis outline (.4); TCF w/ Alix, K. Chin, B. O'Neill, M. Chass, S. Zide, J. Shifer and E. Daniels re lien analysis (1.2); T/c with E. Daniels and S. Zide re same (.4).	3.00	2,370.00
09/04/12	SHIFER, JOSEPH A	Revise Committee presentation on JSN investigation (7.1); call with S. Zide, E. Daniels, M. Chass, B. O'Neill, K. Chin, and Alix Partners re same (1.2); correspondence with R. Ringer re Committee presentation (.2), emails with M. Landy re same analysis (.2).	8.70	5,829.00
09/04/12	CHASS, MARK	Review produced documents re: collateral review (2.2); call with E. Daniels, J. Shifer, K. Chin, B. O'Neill, S. Zide, and Alix Partners re same (1.2), correspondence with E. Daniels, S. Zide, B. O'Neill re: collateral review strategy, issues (.5), revise Committee presentation re: same (2.3), conference call with S. Zide, J. Amster, K. Chin, M. Leung and B. Cody re collateral review documents (2.5), conduct review of collateral documents (1.6), review memo re preference issues (.9).	11.20	8,344.00
09/04/12	ECKSTEIN, KENNETH H.	Correspondence with D. Mannal, S. Zide and M. Chass re second lien analysis and presentation (.8).	0.80	792.00
09/05/12	LEUNG, MARISSA	Review bank account issues for collateral review.	0.30	210.00
09/05/12	BESSONETTE, JOHN	Emails with C. Archer, D. Brody re: follow-up points to preference analysis (.2); review collateral/perfection matters (1.0).	1.20	948.00
09/05/12	AMSTER, JASON S	Review documents for collateral review (7.5); review account control agreements (2.0); update chart re: same (1.6); call w/ K. Chin re: guarantors on Indenture (.4).	11.50	8,050.00
09/05/12	CHIN, KENNETH	Review guarantors on Indenture (.1); phone call with J. Amster re: same (.4).	0.50	420.00
09/05/12	ZIDE, STEPHEN	Prepare for (.7) and participate at meeting with K. Eckstein, D. Mannal, C. Shore and G. Uzzi re second lien analysis and open issues (1.3). Review diligence questions for meeting with MoFo on collateral review (.9); meeting with M. Chass and E. Daniels re: collateral review (1.1).	4.00	2,880.00

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09/05/12	DANIELS, ELAN	Review document productions re: collateral review (1.2) review collateral analysis presentation (.4) email correspondence to S. Zide, J. Shifer, M. Chass and B. O'Neill regarding adversary proceeding precedent (.9); review exchange offer documentation (1.3); email correspondence to S. Zide and M. Chass regarding diligence questions (.4); email correspondence with S. Martin, M. Chass regarding collateral review meeting (.5); prepare questions for meeting with Debtors (1.8); meet with S. Zide and M. Chass re: collateral review (1.1).	7.60	5,320.00
09/05/12	O'NEILL, P. BRADLEY	Draft pleading re: JSN issues (4.4); review collateral presentation (1)	5.40	4,266.00
09/05/12	MANNAL, DOUGLAS	Attend meeting with G. Uzzi and C. Shore re challenge to JSB collateral package (1.3)	1.30	1,027.00
09/05/12	SHIFER, JOSEPH A	Emails with S. Zide re JSN PSA waterfall (.4), emails with S. Zide and M. Chass re JSN investigation docs (.3), research re fraudulent conveyance issues and email to S. Zide re same (2.2)	2.90	1,943.00
09/05/12	CHASS, MARK	Meet w/ E. Daniels and S. Zide re collateral review issues (1.1); review Ally Bank Agreement, (.7); review new document production requests re accounts (1.2).	3.00	2,235.00
09/05/12	CHASS, MARK	Prepare for meeting with debtors (.5), review discovery requests and discussion topics (.7), draft additional questions re blanket assets, excluded assets (1.0).	2.20	1,639.00
09/05/12	ECKSTEIN, KENNETH H.	Prepare for meeting with G. Uzzi and C. Shore re junior bond issues (.7), and attend meeting re: same (1.3)	2.00	1,980.00
09/06/12	FOLEY, NICOLE	Emails w/ E. Daniels re: search terms (0.1); review prior document request (0.5); construct list of e-mail search terms (2.4).	3.00	1,905.00
09/06/12	CODY, BRANDON J T	Research regarding preferential transfers (3.0); emails with M. Hill re same (.3).	3.30	1,798.50
09/06/12	LEUNG, MARISSA	Review Ally Bank file for account documents (0.3)	0.30	210.00
09/06/12	BESSONETTE, JOHN	Emails with M. Chass and E. Daniels re: restricted cash accounts and preference issues (.3); review M. Hill research summaries (1.0)	1.30	1,027.00

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09/06/12	AMSTER, JASON S	Review deposit account statements (1.2), draft chart re: same (2.0); review collateral release documents (2.0), update UCC-3 release chart (2.5); review collateral documents summary (3.5); review GNMA and Ally escrow/account agreements (1.0).	12.20	8,540.00
09/06/12	HILL, MICHAEL C	Research case law re: collateral review issues and preferences.	2.80	1,358.00
09/06/12	CHASS, MARK	Prepare for meeting with debtors re junior liens (.6); meeting at MoFo re junior lien collateral analysis, issues re same (3.0), review collateral analysis (.7); meeting with S. Zide, D. Mannal, E. Daniels and B. O'Neill re: same (1.0).	5.30	3,948.50
09/06/12	ARCHER, CAROL	Emails w. J. Bessonette, M. Hill re restricted cash account (.3). Review of preference issue summary (.2), emails w. M. Hill re same (.1).	0.60	420.00
09/06/12	ZIDE, STEPHEN	Review analysis for Second lien claims (.7); emails with D. Mannal re same (.2); attend and participate at meeting at MoFo with FTI and Centerview and Alix re second lien collateral review (3.0); follow up emails with M. Chass and E. Daniels re same (.5) follow up meeting with D. Mannal, B. O'Neill, E. Daniels and M. Chass re next steps in collateral review (1). draft search terms for collateral review emails (1). Email with M. Hill and J. Shifer re preference research (.4); review analysis re: same (.4).	7.20	5,184.00
09/06/12	DANIELS, ELAN	Revise talking points regarding collateral review with M. Chass (1.8) prepare for (.7) and attend conference with Debtors, Morrison Foerster, Alix, FTI, and Centerview regarding collateral review (3.0); attend part of meeting with D. Mannal, B. O'Neill, M. Chass, and S. Zide re: collateral review (.8)	6.30	4,410.00
09/06/12	O'NEILL, P. BRADLEY	Review outline of questions (.5); prepare for (.6) and attend meeting with Debtors re lien analysis (3.0); review search terms (.3); email C. Siegel re same (.2); meet with E. Daniels, S. Zide, D. Mannal and M. Chass re collateral review (1).	5.60	4,424.00
09/06/12	CHIN, KENNETH	Review items of released collateral (.6); review bank account agreements (1.7).	2.30	1,932.00

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09/06/12	MANNAL, DOUGLAS	Prepare for (.1) and attend meeting at MoFo re collateral analysis (3.0); follow-up meeting with E. Daniels, S. Zide, B. O'Neill and M. Chass re: same (1.0).	4.10	3,239.00
09/06/12	SHIFER, JOSEPH A	Research re STN motion precedents (2.7), email same to S. Zide (.2), research re demand letters (1.8) and follow up email to B. O'Neill, S. Zide, E. Daniels, and M. Chass (.8), review JSN challenge search terms (.4) and follow up email to N. Foley (.2)	6.10	4,087.00
09/07/12	LEUNG, MARISSA	Review agenda for call re: collateral review (0.1); emails with J. Amster and K. Chin re: collateral review (0.3); Meet with J. Amster and M. Hill re: same (2.0); Fannie Mae analysis (0.6); review Ginnie Mae documents (0.9)	3.90	2,730.00
09/07/12	BESSONETTE, JOHN	Meet with M. Hill and re: preference issues (1.7) review status of collateral/perfection review (.1)	1.80	1,422.00
09/07/12	AMSTER, JASON S	Revise perfection issues memo (2.5); review Ally documents (3.0), email to E. Daniels re: cash management, collateral release and liquidity (.5); meet with M. Leung and M. Hill re: Collateral review (2.0); research re: GNMA advances as Excluded Assets (.5); review Bilateral Facilities (.8); review production re: account deposit statements (1)	10.30	7,210.00
09/07/12	HILL, MICHAEL C	Meeting with J. Bessonette re: preferences (1.7); attend portion of meeting with M. Leung and J. Amster re: collateral review (1.4); further research on preference claims (1).	4.10	1,988.50
09/07/12	FOLEY, NICOLE	E-mail exchanges with E. Daniels re: status of collateral review.	0.30	190.50
09/07/12	CODY, BRANDON J T	Email w/ M. Hill regarding preference research (.3); research case law regarding same (.5).	0.80	436.00
09/07/12	ARCHER, CAROL	Emails w. K. Chin re restricted cash memo (.2); draft restricted cash memo (2.0) Emails w. J. Bessonette, D. Brody re doc review (.2).	2.40	1,680.00

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09/07/12	DANIELS, ELAN	Review search terms(.2); email correspondence with J. Amster regarding collateral issues (.5); review intercreditor agreement regarding cash collateral issues (.7) T/C with Alix regarding same (.4); email correspondence with N. Foley regarding next steps (.3); T/C with Alix, K. Chin, J. Shifer and S. Zide regarding second lien review and issues thereto (2.0); email correspondence with J. Amster, M. Chass regarding deposit accounts (.4); prepare due diligence list (.8) and email correspondence with Morrison Foerster regarding open items (.3)	5.60	3,920.00
09/07/12	O'NEILL, P. BRADLEY	Review E. Daniels email re re: collateral review doc production (.1); TCF S. Zide re document production (.6); further review E. Daniels email re same (.3); review search terms re: same (1.3)	2.30	1,817.00
09/07/12	CHIN, KENNETH	Telephone call with E. Daniels, J. Shifer and S. Zide regarding collateral review (2.0); correspondence with C. Archer re: same (.6); review memorandum regarding collateral agreements (.6); review BMMZ memorandum (1.2); review agreements re: same (1.3)	5.70	4,788.00
09/07/12	SHIFER, JOSEPH A	Emails with S. Zide re search terms (.2), call with S. Zide, K. Chin and E. Daniels re: second lien review and issues (2.0), research STN motion (3.4), follow up emails to M. Hill re preference issues (.3), emails to D. Mannal, S. Zide re consensual committee standing (.4)	6.30	4,221.00
09/07/12	CHASS, MARK	Review research re STN motion and issues (1.2), emails with E. Daniels and J. Shifer re preference issues (1.4), review collateral review issues re same (1.7).	4.30	3,203.50
09/07/12	ZIDE, STEPHEN	Review search terms for JSN doc review (.7); calls with B. O'Neill re same (.6); emails and call with MoFo re same (.5). Analyze STN motion issues (.4); call with, K. Chin, E. Daniels and J. Shifer re status of second lien review and open issues (2.0).	4.20	3,024.00
09/08/12	LEUNG, MARISSA	Correspondence with J. Amster and K. Chin re: collateral review issues.	0.20	140.00
09/09/12	BESSONETTE, JOHN	Review JSN secured notes documents (.5), emails with S. Zide re same (.3)	0.80	632.00

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09/09/12	AMSTER, JASON S	Draft memo re: GNMA as Excluded Assets (2.0); review production of account control agreements (1.9); call w/ K. Chin re: Excluded Assets (.6).	4.50	3,150.00
09/09/12	ZIDE, STEPHEN	Call with J. Shifer re fraudulent conveyance research issues (.8).	0.80	576.00
09/09/12	LEUNG, MARISSA	Correspondence with K. Chin re account agreement provisions.	0.10	70.00
09/09/12	ARCHER, CAROL	Draft of restricted cash memo (1.0); related review of account agreements (.7).	1.70	1,190.00
09/09/12	CHIN, KENNETH	Review Bank of New York Escrow Agreement (1.2); phone call with J. Amster regarding Excluded Assets (.6); review Excluded Asset formula and GNMA (1.1)	2.90	2,436.00
09/09/12	SHIFER, JOSEPH A	Draft STN motion (4.5); call with S. Zide re: fraudulent conveyance issues (.8).	5.30	3,551.00
09/10/12	LEUNG, MARISSA	Emails with J. Amster, C. Archer re Ginnie Mae review.	0.50	350.00
09/10/12	HILL, MICHAEL C	Research fraudulent transfer law (4.0); draft memo re same (3.2); discussions with S. Zide re: same (.4).	7.60	3,686.00
09/10/12	AMSTER, JASON S	Draft outline of Excluded Assets analysis (4); meeting w/ M. Chass and E. Daniels re: Excluded Assets analysis (2.5); review documents re: collateral review (1.5).	8.00	5,600.00
09/10/12	DANIELS, ELAN	Correspond with M. Chass, S. Zide regarding fraudulent conveyance (.5); T/C and email correspondence with M. Chass regarding same (.4); Review outline of excluded asset analysis (.9); conference with M. Chass and J. Amster regarding same (2.5)	4.30	3,010.00
09/10/12	O'NEILL, P. BRADLEY	Review relevant materials re: JSN issues (.6); emails to S. Zide re document production (.3)	0.90	711.00
09/10/12	CHIN, KENNETH	Review memorandum regarding collateral agreements.	0.80	672.00
09/10/12	SHIFER, JOSEPH A	Draft STN motion (7.5) and emails re same with B. O'Neill, D. Mannal, S. Zide, M. Chass, and E. Daniels (.8)	8.30	5,561.00

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09/10/12	CHASS, MARK	Review memo re excluded assets (6), conference with E. Daniels and J. Amster re same (2.5), email correspondence with S. Zide re same (.4), t/cs with E. Daniels and S. Zide re status of collateral review (.5); t/c with E. Daniels re: same (.4); review memo re fraudulent conveyances (1.7), review document production re: collateral review issues (1.3).	12.80	9,536.00
09/10/12	ZIDE, STEPHEN	Emails with MoFo re document production re: collateral review issues (.4); Research re fraudulent conveyance law (3.0); follow up correspondence with M. Chass and E. Daniels re same (.4). Review memo on collateral review (.1); follow up discussions with M. Hill re same (.4). Emails with K. Chin, E. Daniels re collateral review status (.5).	4.80	3,456.00
09/11/12	LIU, GILBERT	Conference call w/M. Chass and F. Carruzzo re: BMMZ Facility and excluded assets definitions (0.4); review BMMZ agreements re: same (.6); emails w/ L. Pettit re: same (0.1)	1.10	896.50
09/11/12	LEUNG, MARISSA	Review Ginnie Mae research memo.	1.00	700.00
09/11/12	CARRUZZO, FABIEN	Review BMMZ memo and repo agreement (0.4), research recharacterization issues (1.1), discuss related issues with M. Chass and J. Bessonette (1.1); discussions with G. Liu and M. Chass re: same (.4).	3.00	2,160.00
09/11/12	BRODY, DANIEL J	Research re: repo agreements (7); t/c w/ J. Bessonette re: fraudulent conveyance issues (.5); further research re: repo agreements (3.8).	11.30	6,158.50
09/11/12	HILL, MICHAEL C	Revise memo on fraudulent transfers (7.4); correspond with J. Bessonette re same (.5).	7.90	3,831.50
09/11/12	BESSONETTE, JOHN	T/c w/ D/ Brody re: repo agreements (.5); correspond w/ M. Hill re: fraudulent transfer analysis (.5), correspond w/ F. Carruzzo and M. Chass re: fraudulent transfer analysis (1.1); review summaries of research re: same (1.7).	3.80	3,002.00
09/11/12	AMSTER, JASON S	Review collateral review standing motion (1.1); review UCC lien searches for perfection issues (1.5); review GNMA and Excluded Assets summary analysis (2.5); meeting with K. Chin, E. Daniels and M. Chass re: collateral review (.9).	6.00	4,200.00

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09/11/12	ARCHER, CAROL	Draft restricted cash perfection analysis memo (1.6). Emails w. J. Amster, M. Leung re: same (.2); review fraudulent transfer analysis memo (.5); call with K. Chin re: deposit accounts (.4)	2.70	1,890.00
09/11/12	DANIELS, ELAN	Correspondence with J. Shifer, J. Amster, S. Zide and M. Chass regarding standing motion (.5); revise same (1.7); meeting with K. Chin, M. Chass and J. Amster re: collateral review (.9); email correspondence with J. Amster regarding BMMZ facility and open issues (.3); T/C with M. Chass regarding same (.3); T/Cs with J. Shifer regarding standing motion (.5); emails with M. Landy regarding document databases (.3); review restricted cash memorandum (.9)	5.40	3,780.00
09/11/12	CHIN, KENNETH	Conference with M. Chass re: excluded assets (3); review memo re: Excluded Assets and liens (.9); review cases regarding escrow accounts and deposit accounts (.7); review memorandum regarding analysis of collateral review issues (1.2); phone call with C. Archer re: same (.4); respond regarding BMMZ inquiry and Excluded Assets (.3); meeting w/ J. Amster, E.Daniels, and M. Chass re: collateral review (.9)	7.40	6,216.00
09/11/12	SHIFER, JOSEPH A	Review STN motion (1.6), emails with E. Daniels, K. Chin, and J. Amster re STN motion issues (.4), begin draft demand letter (.8); t/cs with E. Daniels re: standing motion (.5)	3.30	2,211.00
09/11/12	CHASS, MARK	Discuss recharacterization issues with J. Bessonette and F. Carruzzo (1.1); meeting with K. Chin, J. Amster and E. Daniels re: collateral review (.9); follow-up T/C with E. Daniels re: same (.3); conference with K. Chin re: Excluded Assets (3.0)	5.30	3,948.50
09/11/12	ZIDE, STEPHEN	Review draft STN motion (1); draft summary of comments re same (.4); revise STN motion (2.5). emails with E. Daniels re same (.4). Research case law re STN standing (2.5). Emails with J. Shifer re demand letter (.5). Emails with K. Chin, J. Amster, E. Daniels, Alix, and M. Chass re status of review (.5); emails with Alix re history of JSN (.5)	8.30	5,976.00

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09/11/12	CHASS, MARK	Review STN Motion (5.2); revise same (.5); review repurchase agreement and issues re: same (2.6), review memo re restricted cash (1.4); Conference call w/ G. Liu and F. Carruzzo re: BMMZ Facility and excluded assets definitions (0.4).	10.10	7,524.50
09/12/12	HILL, MICHAEL C	Discussion with M. Chass & J. Bessonette re: fraudulent transfer memo (1.6); review research re: same (.5).	2.10	1,018.50
09/12/12	LEUNG, MARISSA	Emails with M. Weiss re: collateral review (0.2); emails with J. Amster, M. Weiss, E. Daniels, K. Chin re: same (0.4)	0.60	420.00
09/12/12	BESSONETTE, JOHN	Meeting with D. Brody and G. Liu re: BMMZ repo facility and analysis; (.4) conference with M. Chass and M. Hill re: same (1.6); review draft STN Motion (.8).	2.80	2,212.00
09/12/12	LIU, GILBERT	Review of BMMZ Facility (0.4); Meeting with D. Brody and J. Bessonette re: sale analysis (0.4); Review of research re: same (0.3)	1.10	896.50
09/12/12	AMSTER, JASON S	Mark-up collateral demand letter to Debtors (1); review GNMA research (1.5); review account opening and closing statements (5.1)	7.60	5,320.00
09/12/12	BRODY, DANIEL J	Meeting w/ G. Liu and J. Bessonette re: BMMZ repo facility (.4); emails w/ J. Bessonette re: same (.4); conference call E. Daniels re: same (.6); research case law re: collateral analysis (7.5)	8.90	4,850.50
09/12/12	DANIELS, ELAN	Review (.7) and revise (.5) standing motion; conference with AlixPartners regarding collateral review and preference analysis (1.5); review DIP order and prepetition credit documents (1.8); prepare issues list for same (.8); email correspondence to Debtors regarding document requests (.2); T/C with K. Chin regarding open items re: collateral review (.7); emails with Cleary Gottlieb, S. Zide regarding collateral review (.4); emails with J. Amster regarding deposit accounts and security agreements (.4); Conference with J. Shifer regarding recharacterization (.4); correspond with J. Shifer regarding demand letter (.3); T/C with D. Brody re: repo facility (.6); review deposit account issues (1.1)	9.40	6,580.00

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09/12/12	O'NEILL, P. BRADLEY	Review cases re STN research (1.0); review draft motion re: same (1.5)	2.50	1,975.00
09/12/12	CHIN, KENNETH	Review list of JPM/Wachovia bank accounts (1.1); comment and review JSN Demand Letter (.5); review Objection re: Defaults (2.8); phone call with E. Daniels regarding recharacterization and demand letter (.7)	5.10	4,284.00
09/12/12	SHIFER, JOSEPH A	Discussions with S. Zide re: STN Motion (.8) and revise STN motion (1.1), numerous emails to B. O'Neill re same (.8), draft demand letter to Debtors (2.4), confs with S. Zide re letter (.8) and further revisions to same (2.4); conference w/ E. Daniels re: recharacterization (.4)	8.70	5,829.00
09/12/12	ZIDE, STEPHEN	Emails with M. Chass re STN motion (.1); review revised STN motion from M. Chass (.6); draft revised outline re same (.5); revise STN motion (3); review comments from E. Daniels re same (.3). Review demand letter (.4); emails with D. Mannal re same (.3); discussions with J. Shifer re same (.8). Review STN motion (3.2); discussions with J. Shifer re: STN Motion and demand letter (.8).	10.00	7,200.00
09/12/12	CHASS, MARK	Review Alix presentation re preference analysis, excluded assets (1.6); draft memo re: fraudulent conveyance (2.6); review (3.0), revise (2.9) and distribute (.2) STN motion; M. Hill & J. Bessonette re: fraudulent transfer memo (1.6).	11.90	8,865.50
09/13/12	HILL, MICHAEL C	Review fraudulent transfer memo (1.2); email correspondence with M. Chass re: same (.2).	1.40	679.00
09/13/12	AMSTER, JASON S	Review account control agreements against new schedules (5.5); calls w/ E. Daniels and Alix re: tracing account proceeds (.8); summarize LOC releases under revolver (3.5)	9.80	6,860.00
09/13/12	ARCHER, CAROL	Review of JSN STN Motion (.5). Conf. w. J. Bessonette re collateral review matters. (.5).	1.00	700.00
09/13/12	BESSONETTE, JOHN	Meeting with C. Archer to review status of open items re: collateral review (0.5); Meeting with D. Brody re: repo analysis, case research (0.6); emails with S. Zide, E. Daniels, D. Brody re: STN Motion and open issues in collateral review (1.1); review (.8) and revise (.8) fraudulent conveyance memo.	3.80	3,002.00

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09/13/12	BRODY, DANIEL J	Meeting w/ J. Bessonette re: BMMZ repo facility, case research (.6); research case law re: repos and true sale analysis (5.5); review of BMMZ repo facility (5.5)	11.60	6,322.00
09/13/12	DANIELS, ELAN	Emails with S. Martin, M. Landy regarding collateral review (.5); T/C with J. Amster regarding deposit accounts (.8); Email correspondence with A. Shain regarding same (.2)	1.50	1,050.00
09/13/12	CHIN, KENNETH	Review Demand Letter (1.3); review STN Motion (2.2); phone call with S. Zide re: same (.3); review Escrow Account issue (.7)	4.50	3,780.00
09/13/12	MANNAL, DOUGLAS	Revise demand letter to Debtors (1.8); office conference with S. Zide re same (.9)	2.70	2,133.00
09/13/12	SHIFER, JOSEPH A	Extensive revision to STN motion (6.3), confs with S. Zide re demand letter (1.4) and revise same (3.8), research and draft STN order (1.2), supervise issues with distribution of motion (.4)	13.10	8,777.00
09/13/12	CHASS, MARK	Review multiple drafts of demand letter (.8), comments on same (.4), review comments on STN motion (.6), review of bank account info, document production re same (1.1), revise STN motion (2.7), draft memo re fraudulent conveyance issues (4.5)	10.10	7,524.50
09/13/12	ZIDE, STEPHEN	Emails with T. Goren re trial balance (.1). Call with K. Eckstein re: collateral review (.4). Call with K. Chin re STN motion (.3); revise draft of same (2.1); Revise draft demand letter for the Debtors on collateral review (1.9); emails with J. Shifer re same (.5); meet with D. Mannal re: demand letter (.9); meet with J. Shifer re: demand letter (1.4).	7.60	5,472.00
09/13/12	ECKSTEIN, KENNETH H.	Review junior bond demand letter to MoFo (.6)	0.60	594.00
09/13/12	ECKSTEIN, KENNETH H.	Call w/S. Zide re status of collateral review (.4)	0.40	396.00
09/14/12	CAHN, JOSHUA B	Correspondence with J. Shifer re STN motion and issues (.5); review issues re: same (.6)	1.10	484.00
09/14/12	HILL, MICHAEL C	Edit fraudulent conveyance memo.	1.20	582.00

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09/14/12	DANIELS, ELAN	Review (.6) and revise (1.5) standing motion; correspond with J. Amster and J. Bessonette regarding open issues and next steps on collateral review (1.2); T/C with J. Amster regarding Committee interpretation issues (.3); T/C with AlixPartners regarding database review (.4); correspondence with S. Zide regarding demand letter, collateral review (.5)	4.50	3,150.00
09/14/12	AMSTER, JASON S	Review borrowing base certificate (.6); review research re: status of collateral review (1.5); review UCC filings for perfection issues (.8); review account control agreements (1.9) draft schedule of missing agreements (2.5); review security documents for foreign pledges (.8); t/c with E. Daniels re: interpretation issues (.3). correspond w/ E. Daniels and J. Bessonette re: collateral review (.6)	9.00	6,300.00
09/14/12	BESSONETTE, JOHN	Conferences with M. Chass and C. Archer re: Fraudulent Conveyance analysis, memo, etc. (1.2); review Fraudulent Conveyance memo (.7); correspond with D. Brody and M. Chass re: repo facility (0.8); emails with J. Amster and E. Daniels re: collateral review (.6), conference w/ C. Archer re: same (.1)	3.40	2,686.00
09/14/12	ZIDE, STEPHEN	Review STN motion (1.0); call with T. Goren re same (.3); review revised letter on same (.4); call with B. O'Neill re same (.3); emails with J. Shifer re finalizing letter (.3); emails with J. Shifer and E. Daniels re status of research projects (.5); speak with K. Eckstein re status of STN motion (.6); follow up emails with J. Shifer re same (.3); email with J. Trachtman re same (.2); email with M. Chass re fraudulent conveyance analysis (.4); emails with J. Shifer re modifications to STN motion (.4). Emails re borrowing base analysis with J. Amster (.4).	5.10	3,672.00
09/14/12	ARCHER, CAROL	Conf. call w. J. Bessonette and M. Chass re collateral review status (1.2). Emails w. J. Bessonette re same (.1).	1.30	910.00
09/14/12	BRODY, DANIEL J	Correspond w/ J. Bessonette, M. Chass re: repo facility (.8) Draft memo re: collateral analysis for the BMMZ repo facility (7.9)	8.70	4,741.50

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09/14/12	LEUNG, MARISSA	Review files for summary charts; correspondence with K. Chin re: same; review correspondence re collateral review	0.50	350.00
09/14/12	O'NEILL, P. BRADLEY	TC with S. Zide re collateral review (.3); revise demand letter (.7).	1.00	790.00
09/14/12	CHIN, KENNETH	Review GSE manual (.3); review charts for FNMA and Freddie Mac (.6); review release provisions (.8); further review STN motion (1.1)	2.80	2,352.00
09/14/12	SHIFER, JOSEPH A	Research re consensual standing (1.7) and lengthy email to S. Zide re same (1.0), follow up emails with S. Zide (.2) further revisions to demand letter (1.4), confs with J. Cahn re STN research issues (.5), numerous emails with S. Zide re STN Motion (.4), emails with K. Chin and M. Chass re STN Motion (.3), email to committee re JSN macro (.1), review memo re: preferences (1.5)	7.10	4,757.00
09/14/12	CHASS, MARK	Review M. Hill and J. Bessonette comments on and revisions to fraudulent conveyance memo (1.6); review revised demand letter (.8), further revise fraudulent conveyance memo (.7); Conference call w/ J. Bessonette, C. Archer re: collateral review (1.2)	4.30	3,203.50
09/14/12	ECKSTEIN, KENNETH H.	Review STN motion (1.2)	1.20	1,188.00
09/14/12	ECKSTEIN, KENNETH H.	Call with S Zide re STN motion (.6)	0.60	594.00
09/15/12	CAHN, JOSHUA B	Review preference memo	1.00	440.00
09/15/12	AMSTER, JASON S	Review (1.0) and summarize (1.0) Fannie Mae and Freddie Mac consents.	2.00	1,400.00
09/15/12	LEUNG, MARISSA	Review correspondence re collateral review	0.20	140.00
09/15/12	SHIFER, JOSEPH A	Emails with S. Zide re JSN demand letter and STN motions (.3), revisions to STN motion (1.3)	1.60	1,072.00
09/15/12	ZIDE, STEPHEN	Emails with K. Eckstein and D. Mannal re STN demand letter (.3). Emails with J. Bessonette and E. Daniels re BMMZ analysis (.4); review (.2) and revise same (.2); emails with J. Shifer re: same (.2).	1.30	936.00
09/16/12	DANIELS, ELAN	Discussions with M. Chass regarding status of STN motion and open items (.9); revise standing motion (3.4)	4.30	3,010.00
09/16/12	ECKSTEIN, KENNETH H.	Review (.4) and comment on STN motion (.4)	0.80	792.00

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09/16/12	SHIFER, JOSEPH A	Revise JSN demand letter (2.1), emails with N. Allard re STN research (.4), research STN issues (1.2), revise STN motion (4.3)	8.00	5,360.00
09/16/12	CHASS, MARK	Review revised demand letter (.2), review revised STN motion (1.0) review further revised draft of same (1.4), review DIP order (1.2), review borrowing base certificates (.4), disc with E. Daniels re status of STN motion (.9)	5.10	3,799.50
09/16/12	ZIDE, STEPHEN	Emails with M. Chass re collateral review and demand letter (.2); emails with J. Shifer re finalizing demand letter (.4); email T. Goren re same (.1). Revise section of STN motion (.6); email J. Shifer re same (.1). Review revised STN motion (.3); emails with J. Shifer and E. Daniels re same (.4).	2.10	1,512.00
09/16/12	TRACHTMAN, JEFFREY S.	E-mails with J. Shifer re: STN motion (.3) .	0.30	267.00
09/17/12	AMSTER, JASON S	Review schedule of missing account control agreements (.3), update STN motion (.3).	0.60	420.00
09/17/12	BESSONETTE, JOHN	Review research re: fraudulent conveyance issues (0.8); review (.3) and revise (.3) memo re: same	1.40	1,106.00
09/17/12	DANIELS, ELAN	Review and revise standing motion (.4) email correspondence with AlixPartners regarding exchange offer and trading prices (.6); revise standing motion incorporating comments to same (1.1)	2.10	1,470.00
09/17/12	O'NEILL, P. BRADLEY	Review STN Motion (1.0); Comment on same (1.1).	2.10	1,659.00
09/17/12	CHIN, KENNETH	Review STN Motion (.8); provide comments to same (.2).	1.00	840.00
09/17/12	TRACHTMAN, JEFFREY S.	Review (1.5) and edit (1.0) STN draft.	2.50	2,225.00
09/18/12	ALLARD, NATHANIEL	Emails w/ E. Daniels re: research on standing motion (.4); research re: challenge deadline (7.2)	7.60	3,154.00
09/18/12	ZIDE, STEPHEN	Emails with E. Daniels re STN motion (.4); review revisions to same (1); emails with E. Daniels and B. O'Neill re same (.1). Emails with R. Ringer and E. Daniels re update email to UCC re same (.3). Emails with Alix and J. Bessonette re analysis of collateral review (.2)	2.00	1,440.00

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09/18/12	O'NEILL, P. BRADLEY	Review and comment on STN motion (2.3); emails with E. Daniels re same (.3).	2.60	2,054.00
09/18/12	AMSTER, JASON S	Review document production re: line of credit and prepetition facility (1.5); update schedule of missing bank accounts (1.5); revise perfection memos (4.2)	7.20	5,040.00
09/18/12	BESSONETTE, JOHN	Review (1.0) and revise BMMZ analysis (1.0); further revise same (2.4)	4.40	3,476.00
09/18/12	LEUNG, MARISSA	Review correspondence from E. Daniels re collateral review	0.20	140.00
09/18/12	TRACHTMAN, JEFFREY S.	Review (1.5) and revise STN motion (2.0), review BMMZ analysis (1.6).	5.10	4,539.00
09/18/12	LIU, GILBERT	Review of summary of BMMZ Report analysis (0.8); Review of BMMZ transaction documents (0.4)	1.20	978.00
09/18/12	DANIELS, ELAN	Review back-up data re: standing motion (.8); revise schedules supporting standing motion (2.9); emails with S. Ford regarding email review and document production (.4); email correspondence to Morrison Foerster regarding schedules (.2); email correspondence with N. Foley regarding pleading on JSN issues (.3); emails with J. Shifer regarding lien release issue (.3); revise standing motion (.6)	5.50	3,850.00
09/19/12	ALLARD, NATHANIEL	Emails with S. Zide, J. Shifer re: research on Standing Motions (.5); review Standing Motion (.8)	1.30	539.50
09/19/12	DANIELS, ELAN	Email correspondence to J. Shifer regarding standing motion (.2); email correspondence to AlixPartners regarding same (.3); emails with J. Shifer regarding standing motion (.5); emails with J. Bessonette, D. Brody and J. Shifer regarding BMMZ analysis (.2); emails with AlixPartners regarding schedules (.3); conference with M. Chass regarding strategy and collateral review (2.1); Correspondence with S. Zide, J. Shifer, J. Amster, M. Chass regarding indenture, security documents, recharacterization and standing motion (3.1) review/revise motion regarding same (.3)	7.00	4,900.00
09/19/12	LEUNG, MARISSA	Review correspondence re collateral review	0.50	350.00
09/19/12	CARRUZZO, FABIEN	Analyze repo recharacterization issues (0.3) review secondary sources re: same (0.5)	0.80	576.00

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09/19/12	HILL, MICHAEL C	Research case law on characterization of repo transactions (1.9) and discussions with J. Bessonette & D. Brody re: same (.8); research case law on collateral review issues (1.0).	3.70	1,794.50
09/19/12	AMSTER, JASON S	Research memo re: released loans for LOC collateral (2.9); call w/ S. Zide re: memo (1.0); review Alix summary of deposit account tracing (1.3); update document request for tracing of bank accounts (.5); revise missing account control agreement schedule (.7); draft schedule for note debtor status (2.5); research re: DIP defaults and challenge and summary re: challenge (2.2)	11.10	7,770.00
09/19/12	CAHN, JOSHUA B	Research on preferences (3.2), emails with S. Zide and J. Shifer re: same (.2)	3.40	1,496.00
09/19/12	CAHN, JOSHUA B	Review case law pertaining to preferences.	2.00	880.00
09/19/12	BENTLEY, PHILIP	Emails with M. Chass re potential challenges to refinancing.	0.30	259.50
09/19/12	BRODY, DANIEL J	Research case law re: true sale analysis (8.9); draft memo re: same (6.7) emails w/ J. Bessonette, S. Zide and J. Shifer re: same (.1), discussion with J. Bessonette and M. Hill re: same (.8).	16.50	8,992.50
09/19/12	CHASS, MARK	Review and comment on revised STN motion (2.1); conference w/ E. Daniels re: collateral review (2.1): analyze STN motion strategy issues (3.2) review revised trial balance sheet (.8); conference call w/ T. Taoso, re revised Alix presentation, collateral analysis (.7); review revised presentation (.6); review schedules and filings re: new obligations, new obligors (3.2).	12.70	9,461.50
09/19/12	BESSONETTE, JOHN	Correspond with J. Shifer re: repo BMMZ analysis (.4); analyze issues related to same (1.9); Correspond with M. Chass and M. Hill re: exchange offer memo (.8); review research re: same (2.7); review (1.3) and revise (.5) memo re: same; call with S. Zide re: recharacterization (1.0)	8.60	6,794.00
09/19/12	ECKSTEIN, KENNETH H.	Review repo financing memo (.8)	0.80	792.00
09/19/12	LIU, GILBERT	Review and comment on repo financing memo (0.4); review of case law re: financing issues (1.6); emails with B. O'Neill re: same (0.3)	2.30	1,874.50

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09/19/12	O'NEILL, P. BRADLEY	Review emails re recharacterization(.5); revise pleading re: JSN issues (3.1); review property schedules (.5); emails with E. Daniels re same (.2); revise STN motion (1.4)	5.70	4,503.00
09/19/12	CHIN, KENNETH	Review Collateral Motions (1.8) review brief re: same (1.7)	3.50	2,940.00
09/19/12	SHIFER, JOSEPH A	Emails with J. Trachtman re STN motion (.2), review research re account perfection issues (.8), emails with E. Daniels, J. Brody, and J. Bessonette re recharacterization issues (.4), review research re same (3.4) and follow up emails with S. Zide (.3), review (3.4) and revise STN motion (4.0) and follow up emails with S. Zide re same (.3), emails with M. Landy re STN motion (.4), emails with D. Brody and J. Bessonette re recharacterization issues (.6)	13.80	9,246.00
09/19/12	ZIDE, STEPHEN	Review J. Amster analysis on Revolver release of collateral (.4); emails with J. Amster re same (.4); emails with J. Amster, E. Daniels and J. Shifer re connection of Ally LOC and revolver (.4); revise STN motion (3.5); emails with B. O'Neill re JSN issues pleading (.4). Call with J. Bessonette re recharacterization analysis (1.0); review analysis of same (.5). Review M. Chass analysis on fraudulent conveyance claims (.5); email correspondence with M. Chass re same (.4); follow up correspondence with E. Daniels and J. Amster re same (1.0). Review research on BMMZ (.5); emails with J. Bessonette and M. Hill re same (.3).	9.30	6,696.00
09/19/12	TRACHTMAN, JEFFREY S.	Edit STN motion (2.5), emails w. S. Zide, B. O'Neill, J. Shifer, re same (.5).	3.00	2,670.00
09/19/12	ECKSTEIN, KENNETH H.	Review STN motion (.6)	0.60	594.00
09/19/12	MIRVIS, DORI Y	Research case law re: cash collateral (.6); Revise summary chart re: same (.5).	1.10	533.50
09/20/12	GUCCION, MARY K	Review (.8) and Cite-check (1.0) STN motion.	1.80	981.00
09/20/12	ALLARD, NATHANIEL	Emails with S. Zide and J. Shifer re: research on challenge deadline extensions	0.20	83.00
09/20/12	GUCCION, MARY K	Review precedents re: STN motion	0.50	272.50
09/20/12	ECKSTEIN, KENNETH H.	Call with B. O'Neill re junior bonds collateral (.7)	0.70	693.00

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09/20/12	AMSTER, JASON S	Call w/ FTI, debtors and counsel re: revisions to trial balances (1); review account schedules and update same (4.5); review subsidiary termination documents (1); revise memo re: release of collateral for LOC (4.2)	10.70	7,490.00
09/20/12	HILL, MICHAEL C	Research case law re: BMMZ financing issues (3.5); summarize research re: same(2.1).	5.60	2,716.00
09/20/12	BRODY, DANIEL J	Research case law re: BMMZ analysis and repo facility (6.0); meeting w/ J. Bessonette, E. Daniels and M. Chass re: same (1.0); draft memo re: same (8.4); edit standing motion re: repo facility (1.5)	16.90	9,210.50
09/20/12	VANARIA, HUNTER	Revise STN motion re J. Trachtman comments (1.2); revise same per S. Zide comments (.6); emails with S. Zide re same (.3).	2.10	651.00
09/20/12	CHASS, MARK	Comment on revised STN motion (1.1); analyze STN motion strategy issues (3.3); review revised trial balance sheet (.8); review preference issues (2.0); conference call w/ T. Toaso re revised Alix presentation, collateral analysis (.7); review revised presentation (.6); analyze fraudulent conveyance issues (1.8); review schedules re: same (1.2), review financing documents re: new obligations (.8), correspond with B. O'Neill,, E.Daniels, J. Shifer, and K. Eckstein re open issues(1.3); correspondence w/ B.O'Neill, E. Daniels, and J. Shifer re: preferences(.8);meet w/ E. Daniels, D. Brody and J. Bessonette re: BMMZ analysis (1.0)	15.40	11,473.00
09/20/12	BESSONETTE, JOHN	Meeting w/ E. Daniels, D. Brody and M. Chass re: BMMZ analysis (1.0) review repos, preferences and fraudulent conveyances (1.6); review relevant cases re: same (2.2); meet with G. Liu re: same (1.3).	6.10	4,819.00
09/20/12	CODY, BRANDON J T	Email correspondence with M. Hill re preferential transfers.	0.80	436.00
09/20/12	TRACHTMAN, JEFFREY S.	Review STN draft (2.6), emails with S. Zide, K. Eckstein re STN draft (.6).	3.20	2,848.00
09/20/12	LIU, GILBERT	Meeting w/ J. Bessonette re: BMMZ analysis (1.3); review case law re: preferences and fraudulent conveyances (0.4); further emails w/J. Bessonette re: rights of substitution (0.3)	2.00	1,630.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/12	DANIELS, ELAN	T/C with J. Bessonette, D. Brody and M. Chass regarding true sale analysis (1.0); research preference issues (6.3) T/C with Debtors, FTI, Alix regarding updated trial balance sheet (.7); conference with M. Landy regarding collateral review presentation (.7); review deposit account schedules (.4) and email correspondence to J. Amster regarding same (.5)	9.60	6,720.00
09/20/12	O'NEILL, P. BRADLEY	Review (1.0) analyze (2.0) and revise (4.6) STN motion; review true sale emails (.2); CF K. Eckstein re: junior bonds collateral (.7); review true sale cases (1.0); review comments to STN motion (.2); review emails re BMMZ facility (.5); emails with S. Zide re: same (.6)	10.80	8,532.00
09/20/12	CHIN, KENNETH	Meet with J. Shifer and S. Zide re: recharacterization issues (3.0); review preference analysis (.9)	3.90	3,276.00
09/20/12	SHIFER, JOSEPH A	Meetings with K. Chin and S. Zide re: recharacterization (3.0), research re same (4.0), emails with J. Cahn re status of research (.3), emails with M. Guccion re STN motion cite checking (.2), emails with N. Allard re STN research (.3), review (2.7) and revise STN motion (3.0), emails with D. Brody re recharacterization (.3) and review research re same (.8).	14.60	9,782.00
09/20/12	ZIDE, STEPHEN	Meeting with K. Chin and J. Shifer re: recharacterization (3.0); Call with FTI, MoFo and Alix re revised trial balance sheet (.5). Call with Committee member re STN motion (.4). Revise draft STN motion (2.6). Emails with J. Shifer, E. Daniels and M. Chass re next steps in STN motion (.5). Research re preference claims (5.3); correspond with B. O'Neill re: repo arguments (.7).	13.00	9,360.00
09/21/12	GUCCION, MARY K	Emails with S. Zide re research re: preference issues.	0.30	163.50
09/21/12	ALLARD, NATHANIEL	Research re: challenge deadline extensions (.8) and draft email re: same (.3); research on Committees and settlement authority (2.0) revise motion re same (.5).	3.60	1,494.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/21/12	DANIELS, ELAN	Revise standing motion (5.5); T/C's with J. Trachtman and S. Zide, regarding same (1.6); T/Cs with M. Landy regarding preference, excluded asset analysis (.5); email correspondence to committee regarding standing motion (.3)	7.90	5,530.00
09/21/12	AMSTER, JASON S	Review RFOC documents and account statement documents from MoFo production (1.5); review, email summary of Committee securities provisions (1.1); call w/ M. Lightner re: notes account perfection (.8); review schedule of assets and liabilities for account (1.0); update schedules re: same (1.0)	5.40	3,780.00
09/21/12	VANARIA, HUNTER	Review JSN STN motion (1.8); correspondence with E. Daniels re same (.4); revise same per E. Daniels, S. Zide, and M. Chass comments (1.8); revise TOA for same (.7).	4.70	1,457.00
09/21/12	BRODY, DANIEL J	Emails w/ S. Zide re: repo facility memo (.2); edit standing motion re: same (2); revise memo re: same (6.5)	8.70	4,741.50
09/21/12	BESSONETTE, JOHN	Review revised STN motion (3.0); review and reply to emails re: STN motion (1.3)	4.30	3,397.00
09/21/12	CARRUZZO, FABIEN	Research re: repo recharacterization issues (0.5), discuss underlying criteria with M. Chass (0.7), review BMMZ analysis memo (0.3).	1.50	1,080.00
09/21/12	TRACHTMAN, JEFFREY S.	Edit STN motion (2.8), call with E. Daniels and S. Zide re: same (1.6)	4.40	3,916.00
09/21/12	SHAIN, ALIYA	Compile binder of BMMZ documents for B. O'Neill.	3.50	997.50
09/21/12	LIU, GILBERT	Review of true sale/financing memorandum (0.5); revise memo re: same (0.6).	1.10	896.50
09/21/12	O'NEILL, P. BRADLEY	Review draft STN motion (1.6); review binder of cases re preference claim (2.8); review emails re STN motion (.3); review emails re collateral (.3)	5.00	3,950.00
09/21/12	CHIN, KENNETH	Review Alix Preference analysis (.9); review STN motion re same (1.5); review true sale analysis (1.4)	3.80	3,192.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/21/12	SHIFER, JOSEPH A	Draft STN Motion cover memo (1.4), review and revise committee update email (.3), emails with N. Allard re STN research (.3), emails with S. Zide re open STN issues (.2), research re STN issues (.7)	2.90	1,943.00
09/21/12	CHASS, MARK	Discussions with F. Carruzzo re recharacterization (.7); review case law re same (2.2), email correspondence with J. Shifer re: same (.4), review revised STN motion (2.6), revise same (2.2).	8.10	6,034.50
09/21/12	ZIDE, STEPHEN	Review (1.5) and revise STN motion (1.5); calls with E. Daniels and J. Trachtman re same (1.6); email with J. Shifer re detailed email to Committee re filing of same (.4); draft detailed summary of same (1.9). Emails with D. Brody re research memo on BMMZ (.4).	7.30	5,256.00
09/22/12	DANIELS, ELAN	Review trial balance sheet variance spreadsheet and email correspondence with S. Tandberg regarding same (.5); Review Alix collateral analysis presentation (1.0); review schedules of assets and liabilities (3.7); email correspondence with S. Zide regarding BMMZ analysis (.3); email correspondence with conflicts counsel re: same (.3); email correspondence with S. Zide regarding standing motion (.4)	6.20	4,340.00
09/22/12	AMSTER, JASON S	Draft email summary re: RFOC documents	0.80	560.00
09/22/12	CHASS, MARK	Review revised STN motion (2.3), review revised Alix presentation re: JSN issues (.8)	3.10	2,309.50
09/22/12	BESSONETTE, JOHN	Review (.5) and reply (.4) to emails from Alix related to finalizing STN Motion.	0.90	711.00
09/22/12	TRACHTMAN, JEFFREY S.	Review (1.5) and edit (1.0) draft STN motion.	2.50	2,225.00
09/22/12	O'NEILL, P. BRADLEY	Review memos re preference issues.	3.90	3,081.00
09/22/12	CHIN, KENNETH	Review interest issues (.7); email exchange with J. Amster and E. Daniels re: same (.1)	0.80	672.00
09/22/12	ZIDE, STEPHEN	Review (1.5) and revise (1.5) STN motion; emails with E. Daniels, M. Chass, J. Trachtman and J. Shifer re same (.7).	3.70	2,664.00
09/23/12	CAHN, JOSHUA B	Research matters related to preference issues (1.9), related correspondence with J. Shifer (.2)	2.10	924.00
09/23/12	CAHN, JOSHUA B	Research case law related to preference issues	3.10	1,364.00

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09/23/12	GUCCION, MARY K	Research elements of preference issues.	4.00	2,180.00
09/23/12	DANIELS, ELAN	Conference with M. Chass, AlixPartners regarding collateral database analysis (6.1); revise standing motion (3.4); T/C with M. Chass regarding standing motion (1.2); prepare exhibits to same (.9)	11.60	8,120.00
09/23/12	AMSTER, JASON S	Draft email re: deposit account tracing and production status	0.70	490.00
09/23/12	CHASS, MARK	Meetings with Alix Partners, E. Daniels re collateral analysis (6.1); revise STN motion (2.6); discussions with E. Daniels re STN motion (1.2); review confidentiality agreement (1.1); prepare redacted version of STN motion (1.3)	12.30	9,163.50
09/23/12	RINGER, RACHAEL L	Prepare motion and order to exceed page limitations on standing motion (.9)	0.90	490.50
09/23/12	BESSONETTE, JOHN	Review (.6) and reply (.7) to numerous emails from S. Zide, E. Daniels and J. Shifer related to finalizing STN Motion.	1.30	1,027.00
09/23/12	TRACHTMAN, JEFFREY S.	Edit STN motion (3.2), emails with R. Ringer, E. Daniels, S. Zide, R. Feinstein re STN motion issues (.8).	4.00	3,560.00
09/23/12	O'NEILL, P. BRADLEY	Review (.5) and comment on (1.1) STN motion.	1.60	1,264.00
09/23/12	BRODY, DANIEL J	Emails w/ S. Zide and J. Bessonette re: BMMZ repo facility	0.50	272.50
09/23/12	CHIN, KENNETH	Review mortgage broker license regarding UCC perfection (.8); draft email analysis re: same (.1)	0.90	756.00
09/23/12	MANNAL, DOUGLAS	Meeting with S. Zide re collateral motion (.5); review motion re standing for Committee for challenge liens (.9)	1.40	1,106.00
09/23/12	SHIFER, JOSEPH A	Review JSN investigation issues (.8), research re sealing same (.6), emails with J. Cahn re research issues (.4), draft sealing motion (3.2), review (3.0) and revise (2.3) STN motion, emails with J. Amster re confidentiality issues (.3)	10.60	7,102.00

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09/23/12	ZIDE, STEPHEN	Review numerous issues re: STN motion (3.6); revise STN motion (.7); emails with D. Mannal re comments to same (.4); emails and calls with T. Goren re confidentiality issues re same (1). Meeting with D. Mannal re: collateral motion (.5); emails with J. Shifer re same (.3).	6.50	4,680.00
09/24/12	KAUP, ANASTASIA N	Review preference issues.	0.20	97.00
09/24/12	MIRVIS, DORI Y	Research case law re: fraudulent conveyance (.5); draft summary re: same (.3).	0.80	388.00
09/24/12	GUCCION, MARY K	Research re: preference issues	0.50	272.50
09/24/12	DANIELS, ELAN	Review (1.0) and revise (1.3) standing motion; extensive review of STN motion (6.1); revise exhibits to same (1.4); finalize exhibits (.9); revise Daniels declaration (.8); emails with J. Shifer, A Shain, S. Zide regarding filing (.7)	12.20	8,540.00
09/24/12	ALLARD, NATHANIEL	Emails w/ E. Daniels re: updating exhibits (.3); review (.7) and update same (1.5).	2.50	1,037.50
09/24/12	HILL, MICHAEL C	Review preference section of filing.	0.20	97.00
09/24/12	BESSONETTE, JOHN	Review revised STN Motion (.5); correspond w/ M. Hill and D. Brody re same (.4).	0.90	711.00
09/24/12	TRACHTMAN, JEFFREY S.	Edit STN motion (2.8); call with S. Zide re: same (2.5)	5.30	4,717.00
09/24/12	ZIDE, STEPHEN	Review revised STN motion based on Alix info (.8); email E. Daniels and M. Chass re same (.1). Emails with D. Mannal and R. Ringer re page limit for STN motion and Court order re same (.8). Extensive review (3.2) and revisions (1.6) of STN motion and exhibits; calls with T. Goren re confidentiality issues and consent to standing (1); calls with J. Trachtman re same (2.5). Review sealing motion (.2). Calls with chambers and R. Ringer re scheduling hearing (.3). Coordinate filing of STN motion (.5); review notice of same (.2).	11.20	8,064.00
09/24/12	CARRUZZO, FABIEN	Review STN motion re recharacterization issues.	0.70	504.00
09/24/12	SHAIN, ALIYA	Proofread standing motion (1.0); prepare for filing (2.0); emails with S. Zide re same (.5); file (1.0) and serve (.5) same.	5.00	1,425.00
09/24/12	BRODY, DANIEL J	Review case law relating to BMMZ repo facility	4.20	2,289.00

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09/24/12	VANARIA, HUNTER	Review standing motion (1.5); revise same (.5); revise TOA (.8); draft declaration in support of same (.6); circulate same (.1); revise same (.2); cite check portion of same (.7); emails with S. Zide and E. Daniels re same (.3).	4.70	1,457.00
09/24/12	O'NEILL, P. BRADLEY	Review (1.5) and revise (2) STN motion; emails with J. Shifer re declaration for same (.3); review emails re Debtor consent to same (.3); review changes to STN motion (.5)	4.60	3,634.00
09/24/12	MANNAL, DOUGLAS	Comment on JSN collateral standing motion (1.4); review page limit issue (.8)	2.20	1,738.00
09/24/12	RINGER, RACHAEL L	Call with Chambers re: Committee's STN pleading (.2), review same (.4), revise order re: extended page limit (.2)	0.80	436.00
09/24/12	SHIFER, JOSEPH A	Revise sealing motion (3.3), revise Daniels declaration and compile exhibits thereto (2.1), finalize motion (5.4); coordinate filing of same (1.3)	12.10	8,107.00
09/24/12	CHASS, MARK	Review revised STN motion re: substantive issues.	7.80	5,811.00
09/25/12	GUCCION, MARY K	Research re: collateral review open issues	2.30	1,253.50
09/25/12	GUCCION, MARY K	Research re: preference issues	1.30	708.50
09/25/12	DANIELS, ELAN	Review back-up data re: collateral review (.4); email correspondence with Alix Partners regarding same (.4); T/C with T. Taoso regarding back-up materials (.5); correspondence with S. Zide and J. Trachtman regarding STN motion (.4)	1.70	1,190.00
09/25/12	GUCCION, MARY K	Research re: preference issues.	1.90	1,035.50
09/25/12	GUCCION, MARY K	Draft memo re: preference issues.	1.60	872.00
09/25/12	O'NEILL, P. BRADLEY	Emails with E. Daniels re hearing dates for standing motion (.2)	0.20	158.00
09/25/12	LIU, GILBERT	Review of Committee Update re: Standing Motion	0.80	652.00
09/25/12	RINGER, RACHAEL L	Call with chambers re: hearing on STN motion (.2), e-mails with D. Mannal, K. Eckstein and S. Zide re: same (.2), review notice of hearing re: same, e-mails with E. Daniels and S. Zide re: same (.4).	0.80	436.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/12	SHIFER, JOSEPH A	Emails with S. Zide re JSN standing motion objection deadline (.4) and research re same (.3), review (.8), revise (.8), and supervise filing of notice of same (1.2), emails with S. Zide and B. O'Neill re same (.4)	3.90	2,613.00
09/25/12	CHASS, MARK	Review filed STN motion	1.80	1,341.00
09/25/12	ZIDE, STEPHEN	Emails with J. Trachtman and E. Daniels re scheduling of STN motion (.4).	0.40	288.00
09/25/12	TRACHTMAN, JEFFREY S.	Emails with S. Zide, E. Daniels re STN motion (.4).	0.40	356.00
09/26/12	GUCCION, MARY K	Finalize memo re: preference issues.	0.20	109.00
09/26/12	ZIDE, STEPHEN	Review research memo on preferences (.5).	0.50	360.00
09/26/12	ZIDE, STEPHEN	Emails with T. Goren (.1) and D. Mannal (.2) re JSN cancelation of PSA.	0.30	216.00
09/27/12	MIRVIS, DORI Y	Research case law re: fraudulent conveyance issues (.6); Revise summary chart re: same (.6).	1.20	582.00
09/27/12	AMSTER, JASON S	Finalize GSAP (2.3), BMMZ (1.1) and MSR (1.8) collateral review memos	5.20	3,640.00
09/27/12	O'NEILL, P. BRADLEY	Meet with E. Daniels re next steps regarding document production (.9); review emails re extension (.2); emails with D. Mannal re same (.2); emails with E. Daniels re schedules (.2)	1.50	1,185.00
09/27/12	FOLEY, NICOLE	Emails with E. Daniels re: JSN issues (0.3); review STN motion (.6) and draft pleading re: JSN issues (.9); revise same (0.4)	2.20	1,397.00
09/27/12	DANIELS, ELAN	Review back-up data supporting standing motion (2.8); emails with S. Ford regarding email review and document production (.2); meet with B. O'Neill regarding next steps re: production (.9); email correspondence to Morrison Foerster regarding schedules (.2); email correspondence with N. Foley regarding JSN issues pleading (.3); emails with J. Shifer regarding lien release issue (.3)	4.70	3,290.00
09/27/12	CHIN, KENNETH	Prepare for conference call re: collateral review (.8); emails with J. Shifer regarding lien release (.4); review collateral memoranda (1.9)	3.10	2,604.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/12	SHIFER, JOSEPH A	Meeting with S. Zide and M. Chass, re status of prepetition challenges (1.0), follow up emails with S. Zide (.2) and emails to R. Feinstein re JSN challenge (.4), research re collateral releases (1.3) and correspondence with K. Chin re same (.8)	3.70	2,479.00
09/27/12	CHASS, MARK	Review schedules to STN motion (.8), revise memo re fraudulent conveyance issue (1.7), review case law re same (1.9); Meet w/ S. Zide and J. Shifer re: follow up to STN Motion (1.0)	5.40	4,023.00
09/27/12	ZIDE, STEPHEN	Review case law re same (1.1); Meet w/ S. Zide and J. Shifer re: follow up to STN Motion (1.0)	2.10	1,512.00
09/28/12	DANIELS, ELAN	Prepare for (1.1) and attend T/C with D. Mannal, S. Zide, K. Eckstein, AlixPartners and Pachulski regarding collateral review, standing motion (1.0); emails with D. Mannal regarding collateral review (.2); email correspondence to S. Zide regarding document review, standing motion (.5); email correspondence with K. Chin regarding collateral release issues (.9); T/C with S. Martin regarding status of document production (.5)	4.20	2,940.00
09/28/12	AMSTER, JASON S	Review pre-petition loan documents (3.1); review MSR facility (1.2)	4.30	3,010.00
09/28/12	O'NEILL, P. BRADLEY	TCF with Pachulski, Alix re claims background.	1.80	1,422.00
09/28/12	CHIN, KENNETH	Prep for (.2) and attend (1.8) T/C with Pachulski re: collateral challenges; analyze release of collateral provisions in Section 8.04 of Indenture (1.8); review distributed documents (1)	4.80	4,032.00
09/28/12	MANNAL, DOUGLAS	Attend conference call with K. Eckstein, S. Zide, E. Daniels, Pachulski and Debtors re collateral challenge (1); emails with E. Daniels re assignments for same (.3).	1.30	1,027.00
09/28/12	LEUNG, MARISSA	Review correspondence from E. Daniels, S. Zide and C. Archer re collateral review	0.10	70.00
09/28/12	ARCHER, CAROL	Review collateral review memos (1.4). Emails w. J. Bessonette re: same (.2).	1.60	1,120.00

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09/28/12	SHIFER, JOSEPH A	Emails with S. Zide re status of JSN investigation (.3)	0.30	201.00
09/28/12	CHASS, MARK	Revise memo re fraudulent conveyance issues (2.8), review draft collateral review memos for GSAP, BMMZ and MSR facilities (1.2); review docs re same (2.0)	6.00	4,470.00
09/28/12	ZIDE, STEPHEN	T/C with E. Daniels, K. Eckstein, D. Mannal, Alix and Debtors re Debtors issues with STN motion and requests for extensions of time for same (1); call with T. Goren re same (.3). Correspond w/ J. Amster re collateral review memos (.2). Prepare for (.3) and attend call with Pachulski re STN motion and causes of action (1.8). Emails with K. Chin re perfection issues (.3).	3.90	2,808.00
09/28/12	ECKSTEIN, KENNETH H.	Conference call with S. Zide, D. Mannal, E. Daniels, Alix and MoFo re: STN motion and issues (1.0).	1.00	990.00
09/29/12	FOLEY, NICOLE	Review case materials re: STN motion (1.7); legal research re: same (2.1)	3.80	2,413.00
09/30/12	FOLEY, NICOLE	Exchange e-mails w/ E.Daniels re: JSN issues pleading (0.1)	0.10	63.50
09/30/12	SHIFER, JOSEPH A	Emails w/ S. Zide re open issues on JSN challenge (.4)	0.40	268.00
09/30/12	CHASS, MARK	Analyze collateral review issues	1.30	968.50
09/30/12	ZIDE, STEPHEN	Emails with D. Mannal and E. Daniels re Scheduling of STN motion and discussions with other parties (.5). Emails with J. Shifer re status of research on STN (.4).	<u>0.90</u>	<u>648.00</u>
TOTAL			<u>1,203.90</u>	<u>\$833,973.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.40	1,386.00
KROUNER, SHARI K.	PARTNER	3.60	3,024.00
BESSONETTE, JOHN	PARTNER	8.40	6,636.00
MANNAL, DOUGLAS	PARTNER	1.30	1,027.00
PETTIT, LAURENCE	PARTNER	2.00	1,680.00
TAYLOR, JEFFREY	ASSOCIATE	23.50	17,507.50
ZIDE, STEPHEN	ASSOCIATE	12.70	9,144.00
SHIFER, JOSEPH A	ASSOCIATE	0.70	469.00
RINGER, RACHAEL L	ASSOCIATE	0.40	218.00
MIRVIS, DORI Y	ASSOCIATE	3.00	1,455.00
ALLARD, NATHANIEL	ASSOCIATE	12.00	4,980.00
SHAIN, ALIYA	PARALEGAL	<u>1.50</u>	<u>427.50</u>
<u>TOTAL</u>		<u>70.50</u>	<u>\$47,954.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/12	MIRVIS, DORI Y	Research case law re: sale of assets (.5); Revise summary chart re: sale of assets (.5).	1.00	485.00
09/05/12	TAYLOR, JEFFREY	Participate in call w/ Debtors' counsel re: status of asset sales closings (1.1); correspond w/ J. Brody regarding the same (.4); review APAs re: closing conditions (1.6).	3.10	2,309.50
09/10/12	TAYLOR, JEFFREY	Correspond w/ E. Frejka regarding assumed liability and DOJ settlement issues as they relate to the Nationstar APA (.8); review Nationstar APA regarding the same (.5); correspond w. D. Mannal re: liabilities under the DOJ settlement/FRB consent order in relation to the Nationstar APA (.5) review Nationstar APA regarding the same (1.1).	2.90	2,160.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

October 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/12/12	BESSONETTE, JOHN	Review status of sale process for platform and HFS assets (.6); prepare for upcoming bids and auction (.6).	1.20	948.00
09/12/12	ZIDE, STEPHEN	Call with MoFo re pre-auction objections (.6); follow up email to P. Bentley re same (.2).	0.80	576.00
09/13/12	BESSONETTE, JOHN	Meet with S. Krouner and J. Taylor re: sale process, preparation for bids on platform and HFS (0.5); follow-up emails re: preliminary items related to same (0.3)	0.80	632.00
09/13/12	KROUNER, SHARI K.	Meet w/ J. Bessonette and J. Taylor re preparation for auction(.5); review pre-auction objections/settlements (1.0)	1.50	1,260.00
09/13/12	TAYLOR, JEFFREY	Meet w/ J. Bessonette and S. Krouner regarding sale process (.5); review stalking horse APAs in preparation for the same (1.8).	2.30	1,713.50
09/14/12	KROUNER, SHARI K.	Review sales update to the Committee	0.50	420.00
09/14/12	TAYLOR, JEFFREY	Correspondence w/ J. Bessonette regarding preparations for auction process (.2); review Nationstar APA (1.0).	1.20	894.00
09/16/12	MANNAL, DOUGLAS	Review pre-auction objections by Trustees	0.60	474.00
09/18/12	BESSONETTE, JOHN	Correspond with MoFo, Moelis re: updates in sale process, revised purchase price adjustments (1.2).	1.20	948.00
09/18/12	KROUNER, SHARI K.	Review liability schedule for sale issues.	0.50	420.00
09/18/12	TAYLOR, JEFFREY	Review sale process update from Moelis (1.1); correspondence w/ J. Bessonette regarding the same (.7); discussions w/ S. Hasan regarding the same (.8); discussions w/ Debtors' counsel regarding the same (.7); e-mails w/ J. Bessonette regarding the same (.6).	3.90	2,905.50
09/19/12	MIRVIS, DORI Y	Research case law re: sale issues (.6); draft summary of same (.7).	1.30	630.50
09/19/12	BESSONETTE, JOHN	Correspond with MoFo and re: purchase price adjustments and other updates to APA.	0.60	474.00
09/21/12	RINGER, RACHAEL L	E-mails with Moelis, S. Zide, and J. Shifer re: de minimis asset sale (.2)	0.20	109.00
09/21/12	SHIFER, JOSEPH A	Emails with R. Ringer and S. Zide re de minimis asset sale (.3)	0.30	201.00
09/24/12	BESSONETTE, JOHN	Correspondence with J. Taylor and Moelis re: sale process (1.0); review prior purchase price adjustment materials (.5)	1.50	1,185.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/12	ZIDE, STEPHEN	Emails with MoFo re pre-auction objections (.3).	0.30	216.00
09/24/12	TAYLOR, JEFFREY	Review sales process (.4); Correspond w/ J. Bessonette regarding preparations for auction process (1.0).	1.40	1,043.00
09/24/12	SHIFER, JOSEPH A	Emails with S. Zide, R. Ringer, and S. Hassan re de minimis asset sale (.4)	0.40	268.00
09/25/12	BESSONETTE, JOHN	Call with CVP, MoFo, FTI & Moelis regarding licensing/GSE matters as relates to platform bidders (1.3), follow up with J. Taylor regarding PSA amendments and other sale matters (.5).	1.80	1,422.00
09/25/12	MANNAL, DOUGLAS	Participate in portion of conference call with CVP, MoFo, FTI and Moelis re sale process and GSE meetings (.7)	0.70	553.00
09/25/12	TAYLOR, JEFFREY	Participate in call w/ CVP, MoFo, FTI, and Moelis regarding licensing status of potential platform bidders (1.3); review Nationstar APA regarding closing conditions relating to licensing and permits to be acquired by purchaser (.5); discussion with J. Bessonette re: PSA amendments (.5).	2.30	1,713.50
09/25/12	ZIDE, STEPHEN	Calls with MoFo re potential settlement of pre-auction objections (.8); review draft documents re same (1.0); correspondence with L. Pettit re same (.4); review pleadings on same (.8); draft summary update for D. Mannal re same (1.7).	4.70	3,384.00
09/26/12	TAYLOR, JEFFREY	Review liabilities to be assumed by Nationstar post-closing.	0.30	223.50
09/27/12	ECKSTEIN, KENNETH H.	Attend meeting with Centerview, G. Lee re asset sales report (1.4)	1.40	1,386.00
09/27/12	TAYLOR, JEFFREY	Organize update call regarding sales process (.5); correspondence with J. Bessonette re: asset actions (.9).	1.40	1,043.00
09/27/12	ZIDE, STEPHEN	Review draft agreement between Nationstar and Trustees (.2); email issues to L. Pettit re same (.4); follow up call with L. Pettit re same (.3); call with MoFo re same (.4). Emails with J. Shifer and Moelis re de minimis sale (.3); call with S. Martin re same (.4); revise update to Committee re: same (.5). Meet with G. Lee, K. Eckstein, J. Dermont and CV re status of sale process (1.5).	4.00	2,880.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/12	PETTIT, LAURENCE	Review emails from A. Barrage and S. Zide re assumption of certain liabilities by NationStar (1.7); conference call with A. Barrage re RMBS Trustees term sheet on indemnity assumption by NationStar (0.3).	2.00	1,680.00
09/28/12	MIRVIS, DORI Y	Research case law re: sale issues (.4); draft summary re: same (.3).	0.70	339.50
09/28/12	KROUNER, SHARI K.	Prep for (.3) and call w/ MoFo, CVP, Moelis, S. Krouner, and J. Taylor re sale process (.8).	1.10	924.00
09/28/12	ALLARD, NATHANIEL	Meet w/ R. Ringer re: cure claim objections (.2); review documents re: same (1.5)	1.70	705.50
09/28/12	BESSONETTE, JOHN	Prepare for (.1) and conference call with MoFo, CVP, Moelis, S. Krouner, and J. Taylor re: sale process (.8); discussions with J. Taylor re: same (.4).	1.30	1,027.00
09/28/12	TAYLOR, JEFFREY	Call w/ MoFo, CVP, Moelis, S. Kroner, J. Bessonette regarding sales process update (.8); review stalking horse APAs and schedules thereto (1.5); discussions w/ J. Bessonette regarding schedule of assumed liabilities attached to Nationstar APA (.4); prepare bid comparison grid template in preparation for upcoming auctions (1.1); draft e-mail to S. Krouner, J. Bessonette, S. Zide regarding Debtors' ability to amend schedules to Nationstar PSA (.9).	4.70	3,501.50
09/28/12	ZIDE, STEPHEN	Call with A. Barrage re pre auction objections (.5). Emails with J. Bessonette and J. Taylor re purchase price adjustments (.4); call with MoFo and FTI re same (.5). Draft detailed summary of status of pre-auction objections for the Committee (1.5).	2.90	2,088.00
09/28/12	RINGER, RACHAEL L	Meet with N. Allard re: cure claims (.2).	0.20	109.00
09/28/12	SHAIN, ALIYA	Compile all cure objections (.8); organize same in electronic files (.7).	1.50	427.50
09/29/12	ALLARD, NATHANIEL	Analyze Cure Claim Objections.	6.50	2,697.50
09/30/12	ALLARD, NATHANIEL	Draft summary of Cure Claim Objections.	<u>3.80</u>	<u>1,577.00</u>
TOTAL			<u>70.50</u>	<u>\$47,954.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

October 31, 2012
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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	13.90	13,761.00
KROUNER, SHARI K.	PARTNER	1.10	924.00
TRACHTMAN, JEFFREY S.	PARTNER	7.70	6,853.00
MANNAL, DOUGLAS	PARTNER	23.40	18,486.00
CHASS, MARK	ASSOCIATE	1.20	894.00
ZIDE, STEPHEN	ASSOCIATE	2.90	2,088.00
RINGER, RACHAEL L	ASSOCIATE	4.10	2,234.50
KAUP, ANASTASIA N	ASSOCIATE	2.40	1,164.00
ALLARD, NATHANIEL	ASSOCIATE	18.70	7,760.50
VANARIA, HUNTER	PARALEGAL	<u>1.50</u>	<u>465.00</u>
<u>TOTAL</u>		<u>76.90</u>	<u>\$54,630.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/12	TRACHTMAN, JEFFREY S.	Review exclusivity response pleading (.9); emails with K. Eckstein, D. Mannal re: exclusivity pleading (.4)	1.30	1,157.00
09/03/12	ZIDE, STEPHEN	Review Moelis presentation re waterfall analysis (1.5).	1.50	1,080.00
09/03/12	ECKSTEIN, KENNETH H.	Review revised exclusivity pleading (.7), revise same (.5).	1.20	1,188.00
09/04/12	TRACHTMAN, JEFFREY S.	Edit exclusivity response (1.1); office conference with K. Eckstein, D. Mannal re: exclusivity response (.6); emails with R. Ringer, K. Eckstein, D. Mannal re: exclusivity response (.6); review other draft responses (.8); TC with client counsel re: response (.3).	3.40	3,026.00
09/04/12	KROUNER, SHARI K.	Review waterfall presentation.	0.50	420.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	RINGER, RACHAEL L	Attend portion of meeting with Alix/Moelis re: waterfall presentation (1.7); draft portion of exclusivity response (.6); revise same (.5).	2.80	1,526.00
09/04/12	MANNAL, DOUGLAS	Review (.5) and comment on Moelis waterfall presentation (1.1); revise exclusivity response (.8); office conference with J. Trachtman and K. Eckstein re same (.6); review debtors' draft plan (1.8).	4.80	3,792.00
09/04/12	ECKSTEIN, KENNETH H.	Meet with Moelis and Alix re Waterfall analysis (1.2)	1.20	1,188.00
09/04/12	ECKSTEIN, KENNETH H.	Emails with D. Mannal re: exclusivity (.4); review pleadings re: same (.4).	0.80	792.00
09/04/12	ECKSTEIN, KENNETH H.	Revise exclusivity pleadings (.6); office conference with J. Trachtman and D. Mannal re same (.6).	1.20	1,188.00
09/04/12	CHASS, MARK	Conference with Alix and Moelis re: waterfall analysis (1.2).	1.20	894.00
09/05/12	KAUP, ANASTASIA N	Review and comment on limited objection to Debtors' exclusivity motion before filing (2.2); emails w/ R. Ringer re: same (.2).	2.40	1,164.00
09/05/12	VANARIA, HUNTER	Review exclusivity response (.7); emails with R. Ringer re same (.2); prepare and file same (.6).	1.50	465.00
09/05/12	TRACHTMAN, JEFFREY S.	Edit exclusivity response (1.1); emails with R. Ringer, K. Eckstein, D. Mannal re: response (.6).	1.70	1,513.00
09/06/12	ECKSTEIN, KENNETH H.	Correspondence with D. Mannal re: exclusivity (.4); review response pleadings re: same (.4)	0.80	792.00
09/06/12	MANNAL, DOUGLAS	Review Debtors' reply to exclusivity response (.7); email to K. Eckstein re same (.4)	1.10	869.00
09/06/12	MANNAL, DOUGLAS	Mark-up FTI letter re release (.4); TCF with Moelis' counsel re same (.5)	0.90	711.00
09/06/12	ECKSTEIN, KENNETH H.	Call w/creditor groups re exclusivity hearing (.8)	0.80	792.00
09/07/12	TRACHTMAN, JEFFREY S.	Review exclusivity updates (.8); Correspond re: exclusivity with K. Eckstein, P. Bentley (.5).	1.30	1,157.00
09/07/12	RINGER, RACHAEL L	Review replies to exclusivity objections (.5), e-mails with D. Mannal and E. Frejka re: plan terms and treatment (.3)	0.80	436.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/12	ECKSTEIN, KENNETH H.	Correspond w/ D. Mannal, J. Trachtman, and R. Ringer re exclusivity (.8)	0.80	792.00
09/07/12	ECKSTEIN, KENNETH H.	Review exclusivity response (.7)	0.70	693.00
09/10/12	KROUNER, SHARI K.	Correspondence w/ J. Taylor re waterfall	0.60	504.00
09/10/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re: exclusivity (.2); prepare for presentation re: same (.1); review materials re: same (.1).	0.40	316.00
09/10/12	ECKSTEIN, KENNETH H.	Call w/ G. Lee re exclusivity (.3).	0.30	297.00
09/10/12	ECKSTEIN, KENNETH H.	Office conference with D. Mannal (.2), prep for presentation (.2), and review materials (.2), all re: exclusivity.	0.60	594.00
09/11/12	ECKSTEIN, KENNETH H.	Review issues raised by draft plan.	0.80	792.00
09/12/12	MANNAL, DOUGLAS	Draft outline of plan issues (1.4); correspond with Moelis, Alix and K. Eckstein re same (.7); attend meeting at MoFo re plan issues (3.5); comment on agenda for same (.3); email with Committee member re exclusivity order (.2).	6.10	4,819.00
09/12/12	ZIDE, STEPHEN	Correspond with D. Mannal, K. Eckstein, Moelis and Alix re Plan issues (.9).	0.90	648.00
09/12/12	ECKSTEIN, KENNETH H.	Attend meeting at MoFo with Debtor and committee advisors re plan related issues (3.5)	3.50	3,465.00
09/14/12	ZIDE, STEPHEN	Call with K. Handley re plan issues (.4). Emails with N. Allard re intercompany claims (.1).	0.50	360.00
09/14/12	MANNAL, DOUGLAS	Review legal research re intercompany claim issues	1.90	1,501.00
09/16/12	ALLARD, NATHANIEL	Research (2.0) and draft email memo (1.0) to D. Mannal, S. Zide, R. Ringer re: Plan issues.	3.00	1,245.00
09/16/12	MANNAL, DOUGLAS	Review memo re intercompany claims (1.1); legal research re same (1.8); email with N. Allard and R. Ringer re same (.3)	3.20	2,528.00
09/18/12	ALLARD, NATHANIEL	Correspond w/ D. Mannal and R. Ringer re: plan issues.	0.40	166.00
09/20/12	ALLARD, NATHANIEL	Research on potential plan issues.	3.80	1,577.00
09/21/12	ALLARD, NATHANIEL	Research (1.0) and review (1.2) cases re: intercompany claims	2.20	913.00
09/21/12	MANNAL, DOUGLAS	Revise plan status report (2.9), discussions w/ R. Ringer re: same (.3) and emails with MoFo re: same (.5).	3.70	2,923.00
09/21/12	RINGER, RACHAEL L	Discussion with D. Mannal re: plan status report (.3); further revise same (.2).	0.50	272.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/22/12	ALLARD, NATHANIEL	Research case law on potential plan issues.	3.80	1,577.00
09/23/12	ALLARD, NATHANIEL	Review case law and further research on potential plan issues (1.7); draft email to R. Ringer re: same (1.0).	2.70	1,120.50
09/24/12	MANNAL, DOUGLAS	Conference call with JSN holder re plan/exclusivity issues (.6); comment on plan status report (.7)	1.30	1,027.00
09/24/12	ECKSTEIN, KENNETH H.	Meet with J. Dermont re plan issues (1.2)	1.20	1,188.00
09/28/12	ALLARD, NATHANIEL	Research on potential plan issues (1.2) and draft email to D. Mannal, S. Zide and R. Ringer re: same (1.6)	<u>2.80</u>	<u>1,162.00</u>
TOTAL			<u>76.90</u>	<u>\$54,630.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00006 (AFI INVESTIGATION)

October 31, 2012
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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	3.80	3,762.00
SIMON, NORMAN	PARTNER	106.40	84,056.00
ROCHON, JENNIFER	PARTNER	40.20	31,758.00
SPARLING, STEVEN	PARTNER	108.90	86,031.00
MANNAL, DOUGLAS	PARTNER	14.10	11,139.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	0.30	225.00
HAMERMAN, NATAN	ASSOCIATE	76.90	57,290.50
SIEGEL, CRAIG L	ASSOCIATE	52.10	38,814.50
CARRUZZO, FABIEN	ASSOCIATE	1.60	1,152.00
DANIELS, ELAN	ASSOCIATE	0.30	210.00
DUFFIELD, CARL D	ASSOCIATE	153.50	97,472.50
FORD, SAMANTHA	ASSOCIATE	142.00	90,170.00
ETTARI, SAMANTHA	ASSOCIATE	127.00	88,900.00
CAHN, JOSHUA B	ASSOCIATE	2.60	1,144.00
DIFRANCESCO, KRISTIN	ASSOCIATE	183.40	99,953.00
JARIWALA, AAKASH	ASSOCIATE	7.70	4,158.00
JARIWALA, AAKASH	ASSOCIATE	143.60	77,544.00
OLINZOCK, MATTHEW W	ASSOCIATE	82.20	44,388.00
ROSEN, SARAH N	ASSOCIATE	92.70	50,521.50
BUTNICK, FRANCESCA C	ASSOCIATE	34.80	16,704.00
MIRVIS, DORI Y	ASSOCIATE	1.60	776.00
ESTES, ANDREW J	ASSOCIATE	29.70	17,671.50
DENK, KURT M	ASSOCIATE	168.10	81,528.50
REID, DENISE L	PARALEGAL	61.30	18,083.50
SCARBROUGH, KIMESHA	PARALEGAL	43.60	12,862.00
CIFONE, DAWN	PARALEGAL	128.10	37,789.50
TOTAL		<u>1,806.50</u>	<u>\$1,054,104.00</u>

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DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/02/12	MIRVIS, DORI Y	Research case law re: Protective orders (.4); Revise summary chart re: same (.3).	0.70	339.50
09/04/12	ESTES, ANDREW J	Revise draft memoranda re: MSR Swap (1.5); analyze documents cited in same (0.5); correspondence with A. Levine re: RMBS settlement and AFI (0.3); Review and analyze swap agreement transaction documents (1.0); review and analyze documents re: ISDA Swaps (1.4).	4.70	2,796.50
09/04/12	FORD, SAMANTHA	Review documents produced in connection with Committee's investigation for relevance to claims against AFI.	3.10	1,968.50
09/04/12	ETTARI, SAMANTHA	Continue drafting memorandum re pre-petition transactions (2.0), review of relevant documents in connection with same (1.2) consultation with K. DiFrancesco re: same (.5); Draft email to J. Rochon and N. Simon re financial advisors work plan (.9), meeting with J. Rochon and N. Simon re: same (.3).	4.90	3,430.00
09/04/12	SIMON, NORMAN	Meeting with J. Rochon re: Committee investigation presentation (1.9); correspondence with R. Fons re: same (.2); Meeting with K. Eckstein, D. Mannal, J. Rochon re: investigation analysis (.8); Review material for UCC meeting (.6); Meeting with J. Rochon, S. Ettari re: Committee investigation presentation (.3); Call with R. Fons, J. Rochon, K. Denk re: same (.6); Correspondence with S. Ford, J. Rochon re: same (.2); Review draft MSR Swap Fact Section (.2).	4.80	3,792.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	DENK, KURT M	Review recent docket entries for litigation against ResCap / affiliates (.3); research re: relevant doc review issues (2.0), e-mails with J. Rochon and N. Simon re: same (.5), prepare for call with Chadbourne re investigation (.8), participated in conference call with N. Simon and J. Rochon to R. Fons of MoFo (.6), draft follow-up summary re: same (.3) review MSR Swap and related mortgage transaction files (.7), emails with N. Simon, N. Hamerman, and A. Estes re: status of MSR/RMBS Chronology and Summary Memo (1), updated Chronology and Memo re: same (6).	12.20	5,917.00
09/04/12	ROCHON, JENNIFER	Review and edit talking points for Committee meeting (.1); meeting with N. Simon regarding Committee investigation presentation (1.9); analysis of documents produced to Examiner (.3); meeting with K. Eckstein, N. Simon and D. Mannal regarding Committee presentation (.8); meeting with S. Ettari and N. Simon regarding factoring transaction (.3); t/c w/R. Fons, K. Denk and N. Simon regarding SEC investigation (.6); analysis of Alix Partners Work Plan (.3).	4.30	3,397.00
09/04/12	CIFONE, DAWN	Organize investigation electronic documents and files (2.0) review Pre-Petition Transactions Outline (2.2); perform targeted searches for all 2012 board materials and minutes (1.0); organize documents re: same (1.8).	7.00	2,065.00
09/04/12	DIFRANCESCO, KRISTIN	Analyze public filings for relevant information pertaining to pre-petition transactions (8.0); consult with S. Ettari re: same (.5).	8.50	4,632.50
09/04/12	REID, DENISE L	Review of chart re selected ResCap board minutes.	4.30	1,268.50
09/04/12	SCARBROUGH, KIMESHA	Update binders re: prepetition related party transactions.	4.60	1,357.00
09/04/12	HAMERMAN, NATAN	Emails w/ S. Ettari and J. Rochon re fact section of memo re: prepetition transactions (.8) review same (1.2).	2.00	1,490.00
09/04/12	SIEGEL, CRAIG L	Analyze Ally Bank board minutes.	2.80	2,086.00
09/04/12	MANNAL, DOUGLAS	Attend portion of office conference with K. Eckstein, N. Simon and J. Rochon re AFI investigation update.	0.50	395.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	ECKSTEIN, KENNETH H.	Meet w/N. Simon, J. Rochon and D. Mannal re investigation analysis (.8).	0.80	792.00
09/05/12	ETTARI, SAMANTHA	Continue drafting memoranda re pre-petition transactions (3.0), review documents and filings re: same (2.2); call with AlixPartners re: same (.6); meeting with J. Rochon, N. Simon, S. Sparling, K. Difrancesco, S. Ford, A. Estes, K. Denk and N. Hamerman re: investigation update (.5), meeting with J. Rochon re: analysis of prepetition transactions (.1).	6.40	4,480.00
09/05/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation re: prepetition related party transactions.	2.70	1,458.00
09/05/12	SIMON, NORMAN	Meeting with J. Rochon, S. Sparling, K. Difrancesco, S. Ettari, S. Ford, A. Estes, K. Denk, N. Hamerman re: investigation status.	0.50	395.00
09/05/12	DENK, KURT M	Review relevant documents in preparation for Committee meeting re: investigation issues (.5), e-mails with N. Simon re: same (.3) emails and phone communications with A. Estes re: status of MSR/RMBS Chronology and Summary Memo (.5). Review notes re: same in preparation for investigation meeting (1.5) participate in ResCap meeting led by N. Simon, J. Rochon, K. Difrancesco, S. Ettari, S. Ford, A. Estes, K. Denk, N. Hamerman and S. Sparling re investigation (.5); review documents re: MSR/RMBS and related transactions (1.5); discussion with C. Duffield re: research on potential claims against AFI and 2004 parties (.3); emails with C. Siegel, A. Estes, and K. Scarbrough, re: organization of key documents for review (.5).	5.60	2,716.00
09/05/12	ROCHON, JENNIFER	Emails with K. Eckstein and D. Mannal regarding AFI Protective Order Stipulation (.2); meeting with S. Ettari regarding pre-petition transaction analyses (.1); meet w/ C. Siegel re: investigation assignments (.5); lead meeting re: status of investigation with N. Simon, N. Hamerman, K. Difrancesco, A. Estes, K. Denk, S. Ettari (.5).	1.30	1,027.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/05/12	SPARLING, STEVEN	Met w/N. Simon, J. Rochon, C. Siegel, N. Hamerman, S. Ford, S. Ettari, A. Estes, and K. DiFrancesco re: issues and next steps in investigation.	0.50	395.00
09/05/12	CIFONE, DAWN	Compile documents from memo re: prepetition transactions (1.8); fact check memo (2.1). Perform targeted searches on Relativity for evaluations (2.0); prepare corresponding chart summarizing same (2.0).	7.90	2,330.50
09/05/12	DIFRANCESCO, KRISTIN	Emails with S. Ford, S. Ettari and Alix Partners to discuss document review findings (.5).	0.50	272.50
09/05/12	DIFRANCESCO, KRISTIN	Attend portion of investigation meeting to discuss document review with J. Rochon, N. Simon, S. Ford, S. Sparling, K. Denk and S. Ettari re: investigation present. (.4).	0.40	218.00
09/05/12	DIFRANCESCO, KRISTIN	Analyze Board Minutes and Materials for relevant time period to determine relevance to pre-petition transactions.	8.00	4,360.00
09/05/12	DUFFIELD, CARL D	Meeting w/C. Siegel re Ally Bank transaction project (0.7); discussion w/K. Denk re research for same (0.3); attend meeting with N. Simon, S. Ford, K. DiFrancesco, K. Denk, N. Hamerman, S. Sparling, S. Ettari, J. Rochon and A. Estes re: investigation (0.5); reviewed memos re: Ally Bank transaction (8.5).	10.00	6,350.00
09/05/12	ESTES, ANDREW J	Correspondence with K. Denk re: next steps in MSR Swap review (0.3); meet with J. Rochon, N. Simon, N. Hamerman, K. DiFrancesco, S. Ettari, S. Ford, K. Denk re: status updates and review and analysis of document productions (0.5). analyze documents re: MMLPSA and MSR Swap (2.5).	3.30	1,963.50
09/05/12	FORD, SAMANTHA	Call w. AlixPartners, S. Ettari and K. DiFrancesco re: doc review (.5); attend meeting w/ N. Simon, J. Rochon, K. DiFrancesco, A. Estes, N. Hamerman, K. Denk re: status (.5); review documents produced in response to 2004 request (5.0).	6.00	3,810.00
09/05/12	REID, DENISE L	Compile relevant board meeting minutes (4.0); create binders of same (1.7).	5.70	1,681.50
09/05/12	SCARBROUGH, KIMESHA	Update MSR Swap Transaction binder (1.3); update Pipeline Transaction binder (1.1).	2.40	708.00

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09/05/12	HAMERMAN, NATAN	Prep for (.8) and participate in (.5) meeting w/ J. Rochon, N. Simon, K. DiFrancesco, K. Denk, C. Duffield, S. Ford re: investigation update.	1.30	968.50
09/05/12	SIEGEL, CRAIG L	Edit protective order (.7); meet with C. Duffield to analyze Ally Bank transactions and coordinate research (.7); revise protective order stipulation and email to Kirkland (.1); meet with J. Rochon to coordinate investigation activities (.5).	2.00	1,490.00
09/05/12	SIMON, NORMAN	Emails with J. Rochon, D. Mannal, K. Eckstein re: Kirkland protective order stipulation (.2)	0.20	158.00
09/06/12	DENK, KURT M	Correspondence with A. Estes re: status of search protocols and analysis of documents (.3); correspondence with S. Ford re: status of search protocols, document production (.3); review memos re: investigation analysis (1.0), review documents on Relativity (1.5), update RMBS/MSR chronology (1.5); draft email to J. Rochon and N. Simon re: same (.4) review notes re: status conference (.5); correspondence with K. Scarbrough, re: addition of newly reviewed materials to master files (.1).	5.60	2,716.00
09/06/12	ETTARI, SAMANTHA	Draft workplan outline for meeting with AlixPartners (1.4); revise memo re: prepetition transactions (2.0); review documents in connection w/ same (2.5); correspondence with K. DiFrancesco and S. Rosen re document review (.6).	6.50	4,550.00
09/06/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation related to the analysis of prepetition related-party transactions.	7.40	3,996.00
09/06/12	ROCHON, JENNIFER	Review AFI Stipulation and Alix Partners Work Plan.	0.20	158.00
09/06/12	SPARLING, STEVEN	Emails re: MSR swap issues w/N. Hamerman (.2); review legal and factual analysis re: same (4.5).	4.70	3,713.00

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09/06/12	SIMON, NORMAN	Correspondence with J. Rochon, S. Ford re: document production issues (.2); Correspondence with C. Siegel, S. Ettari, J. Rochon regarding Alix Partner's work plan (.2).	0.40	316.00
09/06/12	DIFRANCESCO, KRISTIN	Analyze Board Minutes and Materials from relevant time period to determine responsiveness to prepetition transactions (4.5)	4.50	2,452.50
09/06/12	DIFRANCESCO, KRISTIN	Analyze produced notes to determine responsiveness to prepetition transactions (4.0)	4.00	2,180.00
09/06/12	CIFONE, DAWN	Run targeted searches in Relativity database for fairness evaluations (1.0); update chart re: same (2.8); Prepare copy of investigation materials binder (1); organize documents re: prepetition transactions in electronic files (2.2)	7.00	2,065.00
09/06/12	DUFFIELD, CARL D	Review analysis memo re Ally Bank transaction (3.8)	3.80	2,413.00
09/06/12	ESTES, ANDREW J	Analyze documents re: MSR Swap from Examiner Production (0.4)	0.40	238.00
09/06/12	FORD, SAMANTHA	Review documents from 2004/ examiner production re: relevance to prepetition (8.0); address discovery issues with same (1.4).	9.40	5,969.00
09/06/12	REID, DENISE L	Emails with K. Denk re: MSR swap (.5); Review MSR Swap chronology and identify docs (6.0)	6.50	1,917.50
09/06/12	HAMERMAN, NATAN	Draft memo re: analysis of prepetition related-party transactions (.8) and review produced docs re: same (.8); emails with S. Sparling re status meeting (.3)	1.90	1,415.50
09/06/12	SIEGEL, CRAIG L	Research Ally Bank transfer (2.2); edit email search terms (.7)	2.90	2,160.50
09/07/12	DENK, KURT M	Correspondence with S. Ford & A. Estes re: search protocols on Relativity (.6) and CaseMap (.5). Correspondence with N. Hamerman, S. Ettari, S. Ford, A. Estes re: status updates and document production (.5). Correspondence with AlixPartners re: adapting MSR/RMBS search protocol and review folders for documents produced to Examiner (.7); Document review in new batching setup applying MSR/RMBS protocol to Examiner Production (4.8).	7.10	3,443.50

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09/07/12	ROSEN, SARAH N	Review board materials for memo re: prepetition financing transaction.	3.80	2,071.00
09/07/12	ROCHON, JENNIFER	Analysis of Ally Bank Work Plan (.3); t/c w/S. Ettari re: pre-petition transactions (.1).	0.40	316.00
09/07/12	ETTARI, SAMANTHA	Telephone call with AlixPartners re investigation analysis (.4); Telephone call with C. Siegel re pre-petition transactions and AlixPartners (1.0); Review memorandum re prepetition transactions (1.7); revise same (1.6); review relevant documents in connection with same (2.0).	6.70	4,690.00
09/07/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation related to the analysis of prepetition related party transactions.	4.90	2,646.00
09/07/12	SPARLING, STEVEN	Review relevant documents identified re: MSR Swap.	6.50	5,135.00
09/07/12	SIMON, NORMAN	Correspondence with J. Rochon, S. Ettari, C. Siegel re: Alix Partners investigation work plan.	0.30	237.00
09/07/12	DIFRANCESCO, KRISTIN	Analyze produced documents to determine relevance to pre-petition transactions (2.0)	2.00	1,090.00
09/07/12	CIFONE, DAWN	Fact-check memo re: certain prepetition transactions (3.8); organize documents re: prepetition transactions in electronic files (1.0)	4.80	1,416.00
09/07/12	DUFFIELD, CARL D	Analyze produced documents related to Ally Bank transfer.	8.00	5,080.00
09/07/12	ESTES, ANDREW J	Correspondence with K. Denk re: reviewing MSR Swap documents.	0.40	238.00
09/07/12	FORD, SAMANTHA	Analyze produced documents re: pre-petition transactions.	3.70	2,349.50
09/07/12	REID, DENISE L	Continue identifying docs in MSR Swap outline (5.0); compile and organize same (2.0)	7.00	2,065.00
09/07/12	HAMERMAN, NATAN	Review memo re: prepetition related party transactions.	1.90	1,415.50
09/07/12	SIEGEL, CRAIG L	Research Ally Bank transfer (3.6) and draft work plan re: same (3.2); TC w/ S. Ettari re: Alix work plan (1.0); revise email search terms (.1)	7.90	5,885.50
09/08/12	ETTARI, SAMANTHA	Finish review of documents re: repurchase program (4.5); emails with C. Siegel and C. Duffield re: investigation analysis (.2).	4.70	3,290.00

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09/08/12	ROSEN, SARAH N	Review Ally/ResCap board minutes for pre-petition transaction memo. (4.8)	4.80	2,616.00
09/08/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transaction analysis (4.0)	4.00	2,180.00
09/09/12	ROCHON, JENNIFER	Revise Work Plan for Alix Partners regarding pre-petition transactions and Ally bank transfer (1.6); correspondence with N. Simon re: same (.4).	2.00	1,580.00
09/09/12	SIMON, NORMAN	Correspondence with J. Rochon re: investigation and review of Alix Partners work plan.	0.40	316.00
09/10/12	ROSEN, SARAH N	Review Ally/GMAC board minutes for pre-petition transactions analysis.	4.20	2,289.00
09/10/12	ETTARI, SAMANTHA	Confer with J. Rochon and N. Simon re talking points for meeting with financial advisors and follow-up thereafter (.5); Meeting with AlixPartners N. Simon, J. Rochon, C. Siegel, K. Eckstein and D. Mannal re: investigation (1.0); meeting with N. Simon, J. Rochon, K. Eckstein, D. Mannal re: meeting with AlixPartners (.5) prepare materials to send to AlixPartners (.8); Confer with J. Rochon re status of discovery production to Examiner and pull follow-up information (.5); revise memoranda re pre-petition transactions (2.7).	6.00	4,200.00
09/10/12	SPARLING, STEVEN	Discuss analysis of MSR swap w/N. Hamerman (.2); review work product analysis of same (4.5).	4.70	3,713.00
09/10/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation related to the analysis of prepetition related party transactions.	8.00	4,320.00

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09/10/12	SIMON, NORMAN	Review draft document summary and call with J. Rochon/correspondence with S. Ettari, S. Ford re: same (.5); Meeting with J. Rochon re: Alix Partners work plan (.5); Correspondence with J. Rochon, D. Mannal, K. Eckstein re: same (.1); Meeting with J. Rochon, K. Eckstein, D. Mannal, S. Ettari, S. Segal re: Alix Partners work plan (.5); Meeting with Alix Partners, K. Eckstein, D. Mannal, J. Rochon, C. Siegel, S. Ettari re: same and investigation update (.9); Meeting with J. Rochon re: follow up to same (.4); correspondence with J. Rochon, A. Levine re: investigation issues (.1).	3.00	2,370.00
09/10/12	ROCHON, JENNIFER	Revisions to Alix Partners Work Plan (.2); meeting with S. Ettari regarding related party transactions (.5); meeting with N. Simon regarding Alix Partners Work Plan (.5); prepare for (.4) and attend (.5) meeting with K. Eckstein, D. Mannal N. Simon, S. Ettari, C. Siegel regarding Alix Partners Work Plan; meeting with S. Ettari and N. Simon regarding Alix Partners Work Plan (.5); meeting with Alix Partners and N. Simon, D. Mannal, K. Eckstein, S. Ettari and C. Siegel regarding investigation (.9); meeting with N. Simon regarding investigation plan (.4); revise talking points on Examiner discovery (1.0); t/c w/N. Simon regarding same (.1); correspondence with S. Ettari and S. Ford regarding same (.2).	5.20	4,108.00
09/10/12	DIFRANCESCO, KRISTIN	Analyze documents produced under 2004 Order to determine relevance to prepetition transactions (8.5)	8.50	4,632.50
09/10/12	DENK, KURT M	Review dockets and pleadings in ResCap-relevant litigation (.2). Correspondence with C. Siegel re: FDIC Examination of Ally Bank (.4). Attend meeting with N. Hamerman & A. Estes re: MSR/RMBS project status and next steps (.6). Review of MSR protocol-responsive documents in Examiner Production (2.7) correspondence with N. Hamerman & A. Estes regarding same (.6). Review production review notes for generation of MSR/RMBS key characters list (2.8).	7.30	3,540.50

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09/10/12	CIFONE, DAWN	Perform fact-check of memo re: prepetition transactions (4.1); organize related documents in electronic files (2.9)	7.00	2,065.00
09/10/12	DUFFIELD, CARL D	Meeting w/C. Siegel re investigation research issues (0.9); analyze documents produced in connection with the Committee's investigation re: prepetition related-party transactions (4.5).	5.40	3,429.00
09/10/12	ESTES, ANDREW J	Meet with N. Hamerman and K. Denk to discuss key personnel involved in MSR Swap and MMLPSA (0.6); review documents for key personnel from Examiner production (2.8)	3.40	2,023.00
09/10/12	FORD, SAMANTHA	Review documents produced in connection with the Committee's investigation to determine relevance to investigation (5.1), coordinate document review re: same (1.5), review identified prepetition related-party transaction documents (2.6), prepare for Committee meeting re: investigation issues (1.0).	10.20	6,477.00
09/10/12	REID, DENISE L	Organize documents in connection with MSR Swap analysis.	5.50	1,622.50
09/10/12	OLINZOCK, MATTHEW W	Review produced documents relating to prepetition related-party transactions.	6.30	3,402.00
09/10/12	HAMERMAN, NATAN	Prep for (.3) and participate in meeting with A. Estes and K. Denk to discuss discovery and next steps (.6); review docs provided by K. Denk re: same (.4).	1.30	968.50
09/10/12	SIEGEL, CRAIG L	Research re: Ally Bank transfer (4.0); prepared for (1.0) and participated in (1.0) meeting with Alix Partners and K. Eckstein, N. Simon, J. Rochon; correspondence w/ K. Denk re: FDIC research (.4); correspondence w/ J. Rochon re: Alix (.1)	6.50	4,842.50
09/10/12	MANNAL, DOUGLAS	Prep for (.8) and attend (1.0) meeting with Alix N. Simon, J. Rochon, K. Eckstein, C. Siegel, S. Ettari re investigation of prepetition transactions and work plan; meeting with J. Rochon, N. Simon, S. Ettari re: AlixPartners work plan (.5)	2.30	1,817.00
09/11/12	CAHN, JOSHUA B	Correspondence with C. Duffield re AFI/ResCap agreements, board of director minutes.	0.30	132.00

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09/11/12	ETTARI, SAMANTHA	Confer with J. Rochon re hot documents and ongoing projects for prepetition investigation (.2); Call with A. Jariwala and M. Olinzock re coding and review protocol (.7); Edit and revise memoranda re: prepetition transactions (.3); Review identified "hot" documents re: investigation (1.5).	2.70	1,890.00
09/11/12	ROCHON, JENNIFER	Analysis of documents produced in investigation (.8); t/c w/Chadbourn regarding meeting with Examiner (.2); t/c w/N. Simon and Alix Partners regarding Examiner meeting (.3); meeting with S. Ford regarding investigation (.1); meeting with N. Simon regarding Examiner presentation (.5)	1.90	1,501.00
09/11/12	SIMON, NORMAN	Call with Chadbourne and J. Rochon re: Examiner meeting (.2); Call with J. Rochon, Alix Partners re: same (.3); Meeting with J. Rochon re: examiner presentation (.5); correspondence with N. Hamerman re: examiner presentation (.1).	1.10	869.00
09/11/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under 2004 Order to determine relevance to prepetition transactions (8.0)	8.00	4,360.00
09/11/12	DENK, KURT M	Correspondence with N. Hamerman & A. Estes re: MSR/RMBS project status, (.5) review documents re: same (2.5); emails with S. Ford & C. Siegel re: document review questions (.5); review of Morrison Foerster productions for MSR transactions key characters list (3).	6.50	3,152.50
09/11/12	CIFONE, DAWN	Identify confidentiality designations of documents cited in MSR Swap Chron (4.8); organize electronic files re: same (0.8); prepare binders re: prepetition transaction documents (1.4)	7.00	2,065.00
09/11/12	DUFFIELD, CARL D	Analyze relevant documents re: potential claims against AFI.	5.90	3,746.50
09/11/12	SPARLING, STEVEN	Discuss investigation issues w/N. Hamerman (.2); review documents produced in connection with the Committee's investigation re: prepetition transactions (7.4).	7.60	6,004.00

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09/11/12	ESTES, ANDREW J	Review list of key characters/custodians (0.3); discussion with N. Hamerman re MSR Swap and MMLPSA transactions for presentation to Examiner (1.0); draft outline for MSR Swap transactions for Examiner (.4)	1.70	1,011.50
09/11/12	SCHULMAN, BRENDAN M.	Discussion with C. Siegel re document review strategy (0.2); correspondence with N. Simon re same (0.1)	0.30	225.00
09/11/12	ROSEN, SARAH N	Draft memo re: analysis of certain prepetition related-party transactions (5.4); review documents in connection with same (2.2).	7.60	4,142.00
09/11/12	FORD, SAMANTHA	Meeting with J. Rochon re: investigation (.1); review produced documents re: prepetition related-party transactions (6.0), coordinate document review re: same (1.2),	7.30	4,635.50
09/11/12	REID, DENISE L	Organize documents re: MSR Swap analysis.	3.00	885.00
09/11/12	HAMERMAN, NATAN	Review hot docs re: MSR swap (.5); emails with MSR review team (A. Estes, K. Denk) re key players (.5).	1.00	745.00
09/11/12	HAMERMAN, NATAN	Discussion with S. Sparling re: investigation issues (.2), discussion with A. Estes re: MSR Swap analysis (1.0) review analysis of examiner issues (.3)	1.50	1,117.50
09/11/12	OLINZOCK, MATTHEW W	Phone call with S. Ettari and A. Jariwala on new production documents and further instructions regarding document review (0.7). Correspondence with S. Ettari and A. Jariwala re: same (0.1).	0.80	432.00
09/11/12	OLINZOCK, MATTHEW W	Review Debtor/AFI produced documents related to certain prepetition related-party transactions.	3.10	1,674.00
09/11/12	OLINZOCK, MATTHEW W	Review newly produced documents related to certain prepetition related-party transactions.	4.10	2,214.00
09/11/12	JARIWALA, AAKASH	Review Debtor/AFI produced documents related to certain prepetition related-party transactions (2.1); review documents newly produced in connection with the Committee's investigation related to same (4.7); call with S. Ettari and M. Olinzock re: review protocol (.7); phone call with S. Ettari and M. Olinzock re new production and status of resort transaction document review (.2).	7.70	4,158.00

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09/12/12	DENK, KURT M	Call with N. Hamerman re: investigation issues (.2), meeting with N. Hamerman re: project status and next steps (1.5). Email correspondence with A. Estes and S. Ford re: document review issues (1.0) draft MSR Swap Presentation for upcoming conference with Examiner (4.3).	7.00	3,395.00
09/12/12	ETTARI, SAMANTHA	Review hot documents related to prepetition transactions (1.0); update prepetition transaction memoranda with additional materials (1.6); Confer with J. Rochon pre-team meeting re presentation to examiner (.4); Participate in meeting with J. Rochon, N. Simon, S. Sparling, N. Hamerman re presentation to examiner and ongoing projects (1.0); review produced documents re: investigation (1.1).	5.10	3,570.00
09/12/12	SIMON, NORMAN	Call with J. Rochon, H. Kelley re: examiner presentation (.1); Call with A. Levine, J. Rochon regarding Investigation issues (.2); Meeting with J. Rochon, S. Ettari re: examiner presentation (1); Prepare for and (.4) attend (1.0) meeting with J. Rochon S. Ettari, C. Siegel, N. Hamerman, S. Sparling re investigation status and next steps; Meeting with J. Rochon re: examiner presentation (.3); Calls with J. Rochon, A. Levine re: investigation issues (.7); correspondence with Chadbourne and calls with Alix Partners; correspondence with J. Rochon re: Examiner presentation (.3); correspondence with J. Rochon, S. Ettari re: document search protocol issues (.1).	4.10	3,239.00
09/12/12	JARIWALA, AAKASH	Review documents from the new Debtor/AFI production re: analysis of prepetition transactions.	8.60	4,644.00
09/12/12	CIFONE, DAWN	Identify confidentiality designations of documents cited in MSR Swap Chron (3.0); organize documents cited in MSR Swap Chronology in electronic files (2.8); Prepare binders re: same (2.0).	7.80	2,301.00
09/12/12	DUFFIELD, CARL D	Document analysis re related-party transaction.	8.10	5,143.50

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09/12/12	SPARLING, STEVEN	T/c w/N. Hamerman and L. Parsons re: follow up on transaction analysis (.3); met w/N. Simon, J. Rochon, C. Siegel, S. Ettari, and N. Hamerman re: investigation status and next steps (1.0); review documents underlying transactions under review (6.0).	7.30	5,767.00
09/12/12	ROCHON, JENNIFER	Preparation for Examiner presentation (.3); meeting with S. Ettari regarding pre-petition transactions (.8); meeting with S. Ettari and N. Simon regarding pre-petition transactions and Examiner presentations (.3); meeting with N. Simon, S. Ettari, C. Siegel and S. Sparling for investigation and Examiner presentation (1.0); meeting with N. Simon regarding Examiner presentation (.3)	2.70	2,133.00
09/12/12	CARRUZZO, FABIEN	Research re: MMLPSA transactions (.2); emails with J. Little re: same (.3).	0.50	360.00
09/12/12	HAMERMAN, NATAN	Prep for meeting re: investigation status (1.2); call with Moelis re: same (1.0); prep weekly summary re: same (.4); confer with S. Sparling re: same (.4); confer with K. Denk and A. Estes re: projects (1.5); attend weekly meeting with N. Simon, J. Rochon, S. Ettari and S. Sparling (1.0); organize documents re: papers for Moelis review (.4); call with K. Denk re: investigation status (.2).	6.10	4,544.50
09/12/12	HAMERMAN, NATAN	Emails with S. Ettari, S. Ford and C. Siegel re: document review protocol.	0.40	298.00
09/12/12	DIFRANCESCO, KRISTIN	Analyze documents produced under 2004 Order to determine relevance to prepetition transaction	10.00	5,450.00
09/12/12	ROSEN, SARAH N	Draft memo re: prepetition related-party transactions.	5.10	2,779.50
09/12/12	ESTES, ANDREW J	E-mail N. Hamerman and K. Denk re: loan origination and MMLPSA (0.2); discuss key individuals re: MSR Swap and MMLPSA with K. Denk (0.5). Draft summary points of history of MSR Swap and MMLPSA for Examiner presentation (1.0)	1.70	1,011.50
09/12/12	SCARBROUGH, KIMESHA	Organize service and operating agreements for attorney review.	0.80	236.00
09/12/12	FORD, SAMANTHA	Emails with N. Hamerman re: discovery issues.	0.40	254.00

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09/12/12	REID, DENISE L	Review of MSR Swap Chron (1.0); emails with S. Ettari and S. Ford re: same (.3).	1.30	383.50
09/12/12	OLINZOCK, MATTHEW W	Review newly produced documents in connection with the Committee's investigation for relevance to analysis of all pre-petition transactions.	4.30	2,322.00
09/12/12	SIEGEL, CRAIG L	Meet with N. Simon, J. Rochon, N. Hamerman, S. Ettari to coordinate research (1.0); meet with S. Ettari to analyze memo re: potential claims (.4).	1.40	1,043.00
09/13/12	CAHN, JOSHUA B	Meeting w/ M. Olinzock, F. Butnick, S. Rosen, K. DiFrancesco, J. Rochon, S. Sparling, N. Simon, S. Ettari, S. Ford, K. Denk, C. Siegel, C. Duffield, J. Cahn, and N. Hamerman on doc review procedures and overview of case.	1.50	660.00
09/13/12	ETTARI, SAMANTHA	Meeting with N. Simon, J. Rochon, S. Sparling, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk to discuss global document review protocol and background on pre-petition transactions and investigation (1.5); Prepare for same, including revising document review protocol (1.0) correspondence with S. Ford, J. Rochon, and N. Simon re: same (1.5); Telephone calls with AlixPartners and S. Ford to discuss presentation to Examiner and pre-petition transactions (.8); Revise June 2008 Factoring Facility Memorandum (.5); Review and edit Resort Financing Facility & Sale Memorandum and provide mark-up to S. Rosen (1.6) and discuss same with S. Rosen (.3).	7.20	5,040.00
09/13/12	JARIWALA, AAKASH	Review documents from the new investigation production for analysis of pre-petition related-party transactions.	3.40	1,836.00
09/13/12	SPARLING, STEVEN	Attend portion of meeting w/N. Simon, J. Rochon, S. Ettari, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk concerning review process and protocol (.6); reviewed documents re: MSR Swap (4.2).	4.80	3,792.00

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09/13/12	JARIWALA, AAKASH	Meeting w/ M. Olinzock, F. Butnick, S. Rosen, K. DiFrancesco, J. Rochon, S. Sparling, N. Simon, S. Ettari, S. Ford, K. Denk, C. Siegel, C. Duffield, J. Cahn, and N. Hamerman on doc review procedures and overview of case.	1.50	810.00
09/13/12	JARIWALA, AAKASH	Review prepetition transaction agreements with AFI.	1.30	702.00
09/13/12	ROCHON, JENNIFER	T/c w/N. Simon regarding Examiner presentation (.3); meeting with N. Simon, S. Sparling, S. Ettari, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk regarding document review protocols (1.5); meeting with N. Simon regarding investigation discovery (.9); correspondence with N. Simon, S. Ettari, and S. Ford re: document review (.4).	3.10	2,449.00
09/13/12	SIMON, NORMAN	Calls with J. Rochon re: Examiner presentation (.3); Meetings with J. Rochon re: document review protocol issues (.3); Meeting with J. Rochon, S. Sparling, S. Ettari, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk re: investigation document analysis protocol (1.5); Meeting with J. Rochon. re: investigation document issues (.9); correspondence with J. Rochon, S. Ettari, S. Ford re: document review protocol (1.5); Review bankruptcy hearing transcript (.1); Correspond with S. Ettari re: document review (.1); Review analysis of MSR Swap material (1.5); Call with N. Hamerman re: MSR Swap (.1).	6.30	4,977.00
09/13/12	CARRUZZO, FABIEN	Review master loan purchase agreements (0.3) and emails with J. Little re: same (.3)	0.60	432.00
09/13/12	DENK, KURT M	Research for N. Hamerman re: history of amendments to Bank-GMACM MMLPSA (2.4). follow-up research for N. Hamerman re: document production custodians (2.6); correspondence with Alix Partners re: key custodians (2.0). Status meetings with N. Hamerman re: upcoming meeting with Examiner (.5). Emails to N. Simon & S. Sparling regarding presentation to Examiner (1.5).	9.00	4,365.00

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09/13/12	DIFRANCESCO, KRISTIN	Reviewed documents produced under 2004 Order to determine relevance to pre-petition transactions. (9.0)	9.00	4,905.00
09/13/12	ROSEN, SARAH N	Meeting re: document review w/ N. Simon, J. Rochon, S. Sparling, S. Ettari, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk (1.5); meeting with S. Ettari re: prepetition finance memo (.3); draft memo re: same (5); review relevant documents for same (2.4).	9.20	5,014.00
09/13/12	DIFRANCESCO, KRISTIN	Prepare for (.3) and attend (1.5) meeting re: document review with N. Simon, J. Rochon, S. Sparling, S. Ettari, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, S. Rosen, S. Ford, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk.	1.80	981.00
09/13/12	CIFONE, DAWN	Organize investigation documents in electronic files (4.2); review internal memo to reflect attorney's notes (0.8); perform targeted searches in Relativity database (1.0); organize relevant documents in electronic files (1.0)	7.00	2,065.00
09/13/12	BUTNICK, FRANCESCA C	Meeting with S. Ettari, S. Sparling, J. Rochon, N. Simon, S. Ford, N. Hamerman, A. Estes, C. Siegel, K. Denk, S. Rosen, K. DiFrancesco, A. Jariwala, J. Cahn and C. Duffield re: document analysis (1.5); conduct document review labeling types of pre-petition agreements (2.1)	3.60	1,728.00
09/13/12	FORD, SAMANTHA	Prepare for (1.0) and Confer w/ S. Ettari, J. Rochon, and N. Simon re doc review protocol (1.5); Meeting w/ N. Simon, J. Rochon, S. Sparling, N. Hamerman, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ettari, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk re: document review protocol (1.5); T/c w/ Alix and S. Ettari re: pre-petition transactions (.8); Review produced documents in connection with the Committee's investigation re: pre-petition transactions (9.3).	14.10	8,953.50

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09/13/12	DUFFIELD, CARL D	Meetings re: document review protocol with S. Ettari, S. Sparling, J. Rochon, N. Simon, S. Ford, N. Hamerman, C. Siegel, K. Denk, S. Rosen, K. DiFrancesco, F. Butnick, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk (1.5); document analysis re Ally/ResCap relationship (4.5).	6.00	3,810.00
09/13/12	REID, DENISE L	Organize relevant files in electronic files for K. Denk.	1.00	295.00
09/13/12	HAMERMAN, NATAN	Meeting with N. Simon, J. Rochon, S. Sparling, S. Ettari, C. Siegel, C. Duffield, F. Butnick, K. DiFrancesco, S. Ford, S. Rosen, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk re: document review protocol (1.5), emails to same group re next review steps (1.2); Meet w/ K. Denk re: meeting with Examiner (.5); review binders re MSR transaction (.5); correspond with L. Pettit re same (1.4); call w/ N. Simon re: MSR swap (1)	5.20	3,874.00
09/13/12	OLINZOCK, MATTHEW W	Meeting with A. Jariwala, F. Butnick, S. Rosen, K. DiFrancesco, J. Rochon, S. Sparling, N. Simon, S. Ettari, S. Ford, K. Denk, C. Siegel, C. Duffield, J. Cahn, and N. Hamerman on doc review procedures and overview of case.	1.50	810.00
09/13/12	OLINZOCK, MATTHEW W	Reviewed newly produced investigation documents for relevance to analysis of all pre-petition related-party transactions.	4.60	2,484.00
09/13/12	SIEGEL, CRAIG L	Attend portion of meeting with N. Simon, J. Rochon, S. Sparling, S. Ettari, N. Hamerman, K. DiFrancesco, C. Duffield, F. Butnick, S. Rosen, S. Ford, M. Olinzock, A. Jariwala, J. Cahn, and K. Denk to coordinate research and document review protocol (.7); Correspond w/ N. Simon and C. Duffield re: document review (.3); TC w/ D. O'Connor of Alix re: Bank Transfer analysis (.1); drafted talking points for Examiner presentation (.6).	1.70	1,266.50
09/14/12	SIMON, NORMAN	Analysis of key documents re: MSR Swap Issues (4.0), correspond w/ J. Rochon re: same (.2); Calls with S. Ford re: document production issues (.1).	4.30	3,397.00

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09/14/12	CAHN, JOSHUA B	Organize documents from discovery production	0.80	352.00
09/14/12	ETTARI, SAMANTHA	Review hot documents related to prepetition transactions memo (1.0) and confer with S. Rosen and S. Ford re same (.5); participate on call with AlixPartners and S. Ford re Resort Finance and Model Homes Sales (.8); Review emails from N. Simon and J. Rochon re investigation and productions and email with K. Denk, A. Estes, K. Scarbrough re scheduling and review (.5).	2.80	1,960.00
09/14/12	DENK, KURT M	Communications with (.2), research for (.5), and drafting of email memo (.8) to N. Hamerman re: ResCap obligations; Correspondence with Alix Partners re: presentation to Examiner (.5). Communications (.3) and meeting (1) with N. Hamerman & A. Estes re: developing work product for meeting with Examiner; draft revisions to working documents for upcoming Examiner presentation (4.5).	7.80	3,783.00
09/14/12	ESTES, ANDREW J	Meet with N. Hamerman and K. Denk to discuss document review protocol and presentation for Examiner (1.0); revise document review protocol and e-mail Alix partners re: revised issue tags (.7); e-mail N. Simon and K. Denk re: produced documents from MSR Swap memo (0.2).	1.90	1,130.50
09/14/12	SCARBROUGH, KIMESHA	Review and create binder index of cases cited in legal investigation memo.	3.50	1,032.50
09/14/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI re: relevance to analysis of prepetition transactions.	8.10	4,374.00
09/14/12	SPARLING, STEVEN	Reviewed documents underlying transactions with AFI (3.4); discussed status of investigation issues w/N. Hamerman (.1); reviewed legal memoranda and analysis re: pre-petition transactions (2.1).	5.60	4,424.00
09/14/12	CIFONE, DAWN	Organize cases cited in legal memo re: transaction analysis (3.9); prepare binder re: same (1.8); Fact-check and quote-check memo re: certain prepetition transactions (1.3)	7.00	2,065.00

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09/14/12	ROSEN, SARAH N	Edit transaction analysis memo (2.6); meet with S. Ettari and S. Ford re: same (.5); review documents in preparation for meeting with Examiner (2.8).	5.90	3,215.50
09/14/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transactions (9.0)	9.00	4,905.00
09/14/12	BUTNICK, FRANCESCA C	Analyze produced documents re: types of pre-petition agreements with AFI.	2.80	1,344.00
09/14/12	FORD, SAMANTHA	Review produced documents in connection with the Committee's investigation re: Pre-petition transactions and claims against AFI (6.7); call w/ N. Simon re: document production issues (.1); confer w/ S. Ettari and S. Ford re; Resort Finance Memo (.5), call with Alix and S. Ettari re: same (.8)	8.10	5,143.50
09/14/12	DUFFIELD, CARL D	Analyze relevant documents re shared services (4.0); meeting with N. Hamerman re MSR swap project (0.7); review summary materials related to same (1.5)	6.20	3,937.00
09/14/12	REID, DENISE L	Organize additional docs for K. DiFrancesco re: MSR Swaps (1.0); Create binders for C. Siegel re: same (2.0)	3.00	885.00
09/14/12	HAMERMAN, NATAN	Prepare examiner presentation (1.9), meet w/ K. Denk & A. Estes re: same (1.0); review documents for same (1.9); emails with K. Denk and A. Estes re same (.5); confer with J. Trachtman re issues in common (.5); confer with S. Sparling re MSR issues (.4); confer w/ C. Duffield re: MSR swap (.7)	6.90	5,140.50
09/14/12	HAMERMAN, NATAN	Telephone conference with L. Parsons re documents (.7); correspond with L. Pettit and K. Denk re bank evolution issues (.5); confer with C. Duffield re review project (.5).	1.70	1,266.50
09/14/12	SIEGEL, CRAIG L	Met w/ D. O'Connor and M. Landry to coordinate Ally Bank Transfer research and work plan (1.6); draft talking points for Examiner presentation (1.9)	3.50	2,607.50
09/15/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation for analysis of potential estate claims.	4.00	2,160.00
09/15/12	SIMON, NORMAN	Review of key documents re: MSR Swap issues.	2.00	1,580.00

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09/15/12	ROSEN, SARAH N	Review cited documents in preparation for meeting with Examiner (3.2)	3.20	1,744.00
09/15/12	FORD, SAMANTHA	Coordinate discovery and doc review (2.2); analyze produced documents re: pre-petition transactions (2.1).	4.30	2,730.50
09/15/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.1)	8.10	4,414.50
09/16/12	ESTES, ANDREW J	Review and analyze MMLPSA transaction documents (0.4); e-mail N. Hamerman re: same (.1).	0.50	297.50
09/16/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation for analysis of potential estate claims.	4.00	2,160.00
09/16/12	SIMON, NORMAN	Review of key documents re: MSR Swap issues.	1.80	1,422.00
09/16/12	ROSEN, SARAH N	Review produced documents in preparation for meeting with Examiner (4.6).	4.60	2,507.00
09/16/12	BUTNICK, FRANCESCA C	Document review to search and label prepetition transactions of ResCap.	2.00	960.00
09/16/12	FORD, SAMANTHA	Coordinate discovery doc review (.8); and review pre-petition transaction analysis (3.0).	3.80	2,413.00
09/17/12	ESTES, ANDREW J	Revise talking points for Examiner presentation	0.80	476.00
09/17/12	DENK, KURT M	Reviewed and organized emails re: upcoming Examiner presentation preparation (.5); analyzed key MSR Swap documents for upcoming Examiner presentation (1.5); communications with Alix Partners about and drafting of outline for slide deck for upcoming Examiner presentation (.5).	2.50	1,212.50
09/17/12	ETTARI, SAMANTHA	Review and edit AlixPartners investigation presentation (2.0); Confer with S. Ford re doc review (.2).	2.20	1,540.00
09/17/12	SPARLING, STEVEN	Reviewed relevant produced documents on transactions under investigation (2.6); reviewed legal memoranda and analysis re: transactions under investigation (4.8).	7.40	5,846.00
09/17/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transaction.	8.20	4,469.00

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09/17/12	BUTNICK, FRANCESCA C	Conduct document review of produced documents to search and label prepetition transactions.	2.00	960.00
09/17/12	FORD, SAMANTHA	Coordinate investigation discovery and analysis (.8), review AFI/Debtor produced documents re: discovery issues (1.6); conduct analysis of pre-petition transactions with AFI and affiliates (1.5).	3.90	2,476.50
09/18/12	ETTARI, SAMANTHA	Revise AlixPartners presentations to the Examiner (3.0) and telephone call re same with S. Ford and AlixPartners (.4); Review documents coded "hot" relating to claims against AFI (2.5); emails re same to AlixPartners for incorporation in presentation (.5).	6.40	4,480.00
09/18/12	SPARLING, STEVEN	Meet w/J. Rochon and N. Simon to discuss investigation status (.6); reviewed legal memoranda and analysis on transactions under investigation (5.5).	6.10	4,819.00
09/18/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI related to certain prepetition related-party transactions under investigation.	4.60	2,484.00
09/18/12	ROCHON, JENNIFER	Meeting with N. Simon and S. Sparling regarding Examiner presentation.	0.60	474.00
09/18/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI to analyze potential estate claims against AFI and affiliates.	1.80	972.00
09/18/12	SIMON, NORMAN	Analysis of MSR Swap key documents and talking points for examiner presentation (5.6); Meeting with J. Rochon, S. Sparling re: investigation status and Examiner presentation (.6); Calls with Moelis, K. Denk re: same (.3); Meeting and correspondence with K. Denk re: MSR Swap analysis (.5); Correspondence with C. Siegel re: examiner presentation (.1); Review claw back letter (.1).	7.20	5,688.00
09/18/12	CIFONE, DAWN	Fact-check and quote-check memo re: prepetition transactions (3.2); Identify confidentiality designations of documents cited in memo (1.2); organize documents cited in same (1.4); organize documents cited in presentation to examiner (1.2)	7.00	2,065.00

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09/18/12	DENK, KURT M	Analyze key MSR Swap-related document production (3.1) and revise (4.1) draft materials for upcoming Examiner presentation; communications with Moelis and N. Simon re: outline for upcoming Examiner presentation (.3); correspond with N. Simon (.7) and N. Hamerman (.5) re: same.	8.70	4,219.50
09/18/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transaction. (9.5)	9.50	5,177.50
09/18/12	BUTNICK, FRANCESCA C	Conduct document review to search and label prepetition transactions of ResCap.	5.30	2,544.00
09/18/12	FORD, SAMANTHA	Review relevant investigation documents (3.8) and call with Alix Partners and S. Ettari re: Examiner presentation (.4) analyze Pre-Petition transactions (2.7).	6.90	4,381.50
09/18/12	DUFFIELD, CARL D	Review analysis of MSR Swap project issues.	9.50	6,032.50
09/18/12	REID, DENISE L	Organize additional minutes added to Relativity per S. Ford request.	3.30	973.50
09/18/12	HAMERMAN, NATAN	Prepare examiner presentation (4.2); emails with A. Estes and K. Denk re same (.4); review materials re: same (1.5); emails with N. Simon, J. Rochon, K. Denk re: same (.5); call with K. Denk re same (.5)	7.10	5,289.50
09/18/12	SIEGEL, CRAIG L	Draft Examiner talking points.	2.90	2,160.50
09/19/12	ETTARI, SAMANTHA	Review draft presentations prepared by AlixPartners (8.7), and conference call re same with AlixPartners, J. Rochon, N. Simon, S. Sparling and S. Ford (.5); follow up correspondence w/ N. Simon and J. Rochon re: same (.3); discuss presentation to the Examiner w/ N. Simon, J. Rochon, S. Sparling, N. Hamerman, S. Ford, and C. Siegel (.6); Draft talking points re pre-petition transactions and edit and revise same (.7). T/c w/ J. Rochon re: pre-petition transactions and examiner talking points (.3).	11.10	7,770.00
09/19/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI to analyze potential estate claims against AFI and affiliates.	2.20	1,188.00
09/19/12	JARIWALA, AAKASH	Conduct review of produced documents related to the Cerberus transaction.	0.40	216.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/12	SIMON, NORMAN	Call with J. Rochon re: Examiner presentation (.2); Review C. Siegel e-discovery talking points for examiner meeting (1.1); correspond with S. Sparling re: same (.2); Meeting with S. Sparling, N. Hamerman re: MSR Swap presentation (.5); Analyze claw back request (.8); Prepare for investigation team meeting (.3); meeting w/ J. Rochon, S. Sparling, N. Hamerman, S. Ettari, S. Ford, C. Siegel re: investigation (.6); Call with Alix Partners, J. Rochon, S. Sparling, S. Ettari, S. Ford re: pre-petition transaction analysis (.5); follow up correspondence w/ J. Rochon re: same; review revised e-discovery talking points per C. Siegel (.4); edit/review revised MSR Swap talking points (.6); review MBIA complaint against AFI (.1).	5.30	4,187.00
09/19/12	ROCHON, JENNIFER	Review talking points for Examiner presentation (.1); t/c w/S. Ettari regarding pre-petition transactions and Examiner talking points (.3); analysis of Alix Partners pre-petition transaction presentation (.5); conference call with Alix Partners, N. Simon, S. Sparling, S. Ettari, S. Ford regarding Examiner presentation (.5); meeting re: Examiner presentation w/ N. Simon, S. Sparling, N. Hamerman, S. Ettari, S. Ford, and C. Siegel (.6); discussion with N. Simon regarding Examiner presentation (.2); follow up correspondence with N. Simon regarding Examiner presentation (.2).	2.40	1,896.00
09/19/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to pre-petition transactions (7.5)	7.50	4,087.50
09/19/12	SPARLING, STEVEN	Met w/N. Hamerman and N. Simon re: MSR Swap and follow up issues (.5); met w/J. Rochon, N. Simon, C. Siegel, N. Hamerman, and S. Ettari re: status of investigation (.6); conference call w/ Alix, N. Simon, J. Rochon, S. Ford, and S. Ettari re: Examiner presentation (.6); Reviewed presentation materials for Examiner presentation (1.9). Meet w/ C. Siegel re: presentation and talking points (.8)	4.40	3,476.00

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09/19/12	BUTNICK, FRANCESCA C	Conduct document review to search and label prepetition transactions of ResCap.	1.10	528.00
09/19/12	DENK, KURT M	Conduct document review of produced documents from AFI/Debtors re: relevance to investigation issues (3.2); prepare talking points for Examiner presentation (8.0); Follow-up correspondence w/ N. Simon & N. Hamerman re: same (1.4)	12.60	6,111.00
09/19/12	FORD, SAMANTHA	Meet w/ N. Hamerman and C. Siegel re: document review and discovery coordination (1.4); conduct review of produced documents re: relevance to Committee investigation (3.0); analyze pre-petition transactions (2.7)	7.10	4,508.50
09/19/12	CIFONE, DAWN	Assign tags in Relativity to all documents cited in presentations to the examiner (3.0); perform fact-check of documents cited in updated presentations (4.0).	7.00	2,065.00
09/19/12	DUFFIELD, CARL D	Review MSR Swap project (5.0); conduct document analysis re same (4.5)	9.50	6,032.50
09/19/12	REID, DENISE L	Organize examiner presentation documents (1.0); organize docs re examiner presentation talking points per C. Siegel request (.3).	1.30	383.50
09/19/12	SCARBROUGH, KIMESHA	Assist with preparing materials for Examiner presentation.	7.00	2,065.00
09/19/12	HAMERMAN, NATAN	Draft examiner presentation (3.0); correspondence re: same with N. Simon, J. Rochon, S. Sparling, S. Ettari, C. Siegel, S. Ford, and K. Denk (2.2); call with Moelis re: same (.4); meet w/ S. Ford and C. Siegel re: document review and discovery coordination (1.4); Meet w/ N. Simon & N. Hamerman re: MSR Swap issues (.5)	7.50	5,587.50
09/19/12	SIEGEL, CRAIG L	Meet w/ N. Hamerman and S. Ford re; document review and discovery coordination (1.4); draft talking points for Examiner presentation (4.4); meet with S. Sparling about talking points (.8); email D. O'Connor at Alix re: Ally Bank analysis (.1)	6.70	4,991.50
09/20/12	ETTARI, SAMANTHA	Meeting with AlixPartners, N. Simon, J. Rochon, S. Sparling, and S. Ford to discuss presentation to Examiner (3.3); Continue review and edits of pre-petition transaction presentation (4.0); Review public SEC filings (.8).	8.10	5,670.00

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09/20/12	JARIWALA, AAKASH	Review produced documents related to the pre-petition transaction.	5.20	2,808.00
09/20/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI to analyze potential estate claims against AFI and affiliates.	2.10	1,134.00
09/20/12	ROCHON, JENNIFER	T/c w/ D. Mannal regarding investigation and Examiner presentation, (.4); meeting with N. Simon and S. Sparling regarding investigation and Examiner (.5); meetings with N. Simon regarding Examiner presentation (1.2); meeting with Alix Partners, N. Simon, S. Sparling, S. Ford and S. Ettari re: Examiner presentation (3.3); t/c w/K. Eckstein, D. Mannal and N. Simon regarding investigation and examination (.5). T/c with S. Sparling re: discovery issues to raise with Examiner (.5)	6.40	5,056.00
09/20/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transactions (9.5)	9.50	5,177.50
09/20/12	SIMON, NORMAN	Review/revised MSR Swap presentation (1.7); Meeting with S. Sparling, N. Hamerman, K. Denk re: MSR Swap issues (.3); Meeting with J. Rochon, S. Sparling re: same (.2); Call with N. Hamerman re: reviewing MSR Swap presentation (.7); Review revised e-mail talking points backup (.5); Meetings with J. Rochon re: same (1.2); Call with K Eckstein, D. Mannal, J. Rochon re: Examiner (.5); draft MSR/e-mail talking points (1); Meeting with Alix Partners, J. Rochon, S. Sparling, S. Ettari, and S. Ford re: Examiner Presentation (3.3); Call with N. Hamerman re: same (.4).	9.80	7,742.00
09/20/12	SPARLING, STEVEN	Met w/ N. Simon, N. Hamerman, and K. Denk re: MSR Swap issues (.3); met w/J. Rochon and N. Simon re: examiner meeting and issues re: same (.5); t/c w/J. Rochon re: discovery issues to raise w/Examiner (.5); t/c w Chadbourne re: discovery issues (.2); met w/N. Simon, J. Rochon, S. Ford, and S. Ettari and Alix Partners re: Examiner presentation materials (3.3); review presentation materials (3.7); provide comments to same (.8).	9.30	7,347.00

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09/20/12	BUTNICK, FRANCESCA C	Review investigation document production to search and label prepetition transactions of ResCap.	2.00	960.00
09/20/12	DENK, KURT M	Meetings with N. Simon & S. Sparling and associate N. Hamerman re: investigation issues (.3), follow up correspondence re: same (1.2); prepare talking points re: examiner presentation (10.0). Preform document review (.5) and drafting of email memo re: same (.7) concerning ResCap litigation.	12.70	6,159.50
09/20/12	FORD, SAMANTHA	Prepare for (5.0) and meet w/ Alix, N. Simon, J. Rochon, S. Sparling, and S. Ettari re; Examiner Presentation (3.3).	8.30	5,270.50
09/20/12	CIFONE, DAWN	Assign tags in Relativity to all documents cited in presentations to the examiner (2.7); organize board minutes and materials for same (0.6); coordinate loading documents to Relativity database (0.5); organize documents cited in "MSR Swap Chronology" to in electronic files (3.5)	7.30	2,153.50
09/20/12	DUFFIELD, CARL D	Perform document analysis re MSR Swap project.	6.30	4,000.50
09/20/12	REID, DENISE L	Organize MSR docs in electronic files per K. Denk.	3.50	1,032.50
09/20/12	SCARBROUGH, KIMESHA	Assist with organizing material for Examiner presentation.	7.00	2,065.00
09/20/12	DANIELS, ELAN	T/C with N. Hamerman regarding MSR swap issues (.3)	0.30	210.00
09/20/12	HAMERMAN, NATAN	Prepare examiner presentation (2.3); confer with Moelis re: same (.5); prepare binder of exhibits for same (1.0); call w/ N. Simon re: Examiner (.4); call w/ N. Simon re: MSR Swap presentation (.7) Meet w/ N. Simon, S. Sparling and K. Denk re: MSR Swap Issues (.3); T/C with E. Daniels re: MSR swap issues (.3)	5.50	4,097.50
09/20/12	OLINZOCK, MATTHEW W	Review documents produced by Debtors/AFI to analyze potential estate claims against AFI and affiliates.	3.50	1,890.00
09/20/12	OLINZOCK, MATTHEW W	Review produced documents relating to prepetition transaction.	7.30	3,942.00

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09/20/12	SIEGEL, CRAIG L	Review and analyze Berkshire Hathaway brief and draft analysis to J. Rochon and N. Simon (.3); correspond w/ J. Rochon and N. Simon re: discovery (.1)	0.40	298.00
09/20/12	MANNAL, DOUGLAS	Review board materials re approval of consent order (.9); prep for examiner meeting (1.4); T/c w/ J. Rochon re: investigation and examiner presentation (.4); T/C w/ K. Eckstein, N. Simon, J. Rochon re: Examiner (.5)	3.20	2,528.00
09/20/12	ECKSTEIN, KENNETH H.	Call w/J. Rochon, N. Simon, D. Mannal re examiner presentation (.5)	0.50	495.00
09/20/12	MIRVIS, DORI Y	Research case law re: subpoenas for production or documents (.5); revise summary chart re: same (.4).	0.90	436.50
09/21/12	ETTARI, SAMANTHA	Coordinate presentation to examiner re select pre-petition transactions (.6), review of relevant documents re: same (2.0), and providing comments and markups to presentation (.8); Review email updates re: investigation issues (.5).	3.90	2,730.00
09/21/12	JARIWALA, AAKASH	Review produced documents related to prepetition finance transaction.	0.90	486.00
09/21/12	JARIWALA, AAKASH	Review produced documents from the recent production re: potential estate claims.	4.90	2,646.00
09/21/12	JARIWALA, AAKASH	Review produced documents related to the prepetition transactions with prepetition related parties.	3.40	1,836.00
09/21/12	SPARLING, STEVEN	Discuss Examiner meeting presentation revisions w/N. Simon (.6); correspond w/C. Siegel and K. Denk re: legal research issues in connection w/Examiner meeting (.5); review drafts of presentation talking points (4.5); review relevant produced documents re: same (1.2); email w/K. Denk re: research issues (.2).	7.00	5,530.00
09/21/12	BUTNICK, FRANCESCA C	Review produced documents to search and label prepetition transactions of ResCap.	2.00	960.00
09/21/12	ROCHON, JENNIFER	T/c w/N. Simon regarding Examiner presentation.	0.20	158.00
09/21/12	CARRUZZO, FABIEN	Research re: MMLPSA transaction.	0.50	360.00
09/21/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	8.00	4,360.00

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09/21/12	DENK, KURT M	Communications with N. Simon, S. Sparling, and N. Hamerman re: Examiner presentation (1.0); assist N. Simon & N. Hamerman with preparation of materials re: same (1.0); perform legal research (1.0) and draft memo (4.0) re: MSR Swap.	7.00	3,395.00
09/21/12	SIMON, NORMAN	Calls with S. Sparling re: examiner presentation (.6); Call with J. Rochon re: same (.2); Revisions/edits to MSR presentation and analysis of documents for same (2.8); correspondence with Examiners counsel re: same (.2); correspondence with J. Rochon re: examiner presentation (.2).	4.00	3,160.00
09/21/12	FORD, SAMANTHA	Review documents re: potential estate claims (3.6), address discovery issues with production materials (.8), prepare for Examiner presentation. (4.3)	8.70	5,524.50
09/21/12	CIFONE, DAWN	Assign tags in Relativity to all documents cited in presentations to the examiner (6.8); organize board minutes and materials per attorney request (0.6); Prepare custom tabs and labels for binders for upcoming presentation (1.4).	8.80	2,596.00
09/21/12	DUFFIELD, CARL D	Conduct analysis of relevant documents re MSR Swap project (3.6); analyze relevant documents in support of the Creditor Committee's status report to the Examiner (6.2). T/c w/ C. Siegel re: Examiner presentation (.4)	10.20	6,477.00
09/21/12	REID, DENISE L	Assist N. Hamerman and K. Denk with organizing materials for examiner meeting.	9.70	2,861.50
09/21/12	SCARBROUGH, KIMESHA	Assist with preparing materials for Examiner presentation.	7.00	2,065.00
09/21/12	HAMERMAN, NATAN	Prepare examiner presentation (2.4); research re: same (.4); confer with Moelis re same (.4); review binder of relevant documents (2.0); emails with N. Simon re: same (.4); correspond w/ K. Denk and S. Sparling re: examiner presentation (.6); analyze email review status (.2).	6.40	4,768.00
09/21/12	OLINZOCK, MATTHEW W	Review documents produced by Debtors/AFI to analyze potential estate claims against AFI and affiliates.	4.80	2,592.00
09/21/12	OLINZOCK, MATTHEW W	Review produced documents relating to the financing prepetition transactions.	3.50	1,890.00

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09/21/12	SIEGEL, CRAIG L	Draft email summary of bank investigation for J. Rochon & N. Simon (.6); TC w/ Alix re: analysis of bank transfer (1.4); Correspond w/ S. Ettari & J. Rochon re: research (.7); correspond with S. Sparling re: Examiner talking points (.6); TC w/ C. Duffield re: research for Examiner talking points (.4); read and analyzed court transcripts, orders, and discovery correspondence (.7); analyze Ally Bank transfer and emailed Alix (1.4)	5.80	4,321.00
09/22/12	ETTARI, SAMANTHA	Edit pre-petition transaction presentations (4.5), and conferring with AlixPartners re: same (1.0).	5.50	3,850.00
09/22/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI to analyze pre-petition related-party transactions (5.0).	5.00	2,725.00
09/22/12	JARIWALA, AAKASH	Review documents produced by Debtors/AFI in connection with Committee's investigation to analyze pre-petition related-party transactions	10.10	5,454.00
09/22/12	SPARLING, STEVEN	Reviewed presentation materials re: examiner meeting.	1.20	948.00
09/22/12	ROCHON, JENNIFER	Reviewing Alix Partners talking points for examiner meeting.	0.20	158.00
09/22/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine responsiveness to prepetition transactions	8.10	4,414.50
09/22/12	DENK, KURT M	Performed legal research (2.0) and drafted memo (5.0) for N. Simon & S. Sparling concerning MSR Swap.	7.00	3,395.00
09/22/12	SIMON, NORMAN	Revise examiner presentation (2.0); analyze documents re: same (2.8); Correspondence with S. Ettari, J. Rochon re: Alix Partners presentation (.2).	5.00	3,950.00
09/22/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI in connection with Committee's investigation to analyze pre-petition related-party transactions.	6.00	2,880.00
09/22/12	FORD, SAMANTHA	Preparation for Examiner presentation	2.20	1,397.00
09/22/12	DUFFIELD, CARL D	Document analysis re MSR Swap project for report to the Examiner (9.8)	9.80	6,223.00

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09/22/12	HAMERMAN, NATAN	Review memo re: privilege issues (.4); review custodian email memo (.2); review email from Moelis (.1); review emails re status (.3)	1.00	745.00
09/22/12	OLINZOCK, MATTHEW W	Review documents produced by Debtors/AFI in connection with Committee's investigation to analyze pre-petition related-party transactions	3.00	1,620.00
09/22/12	SIEGEL, CRAIG L	Edit Examiner presentation.	0.60	447.00
09/23/12	ETTARI, SAMANTHA	Revise pre-petition transaction presentations (4.0) and review of all cited materials for presentation binder (3.5); Call with AlixPartners and S. Ford re same (1); Call with N. Simon re same (.5).	9.00	6,300.00
09/23/12	JARIWALA, AAKASH	Review documents produced in connection with Committee's investigation to analyze pre-petition related-party transactions	10.20	5,508.00
09/23/12	SPARLING, STEVEN	Review presentation materials re: examiner meeting (.9); emailed w/N. Simon re: examiner meeting (.1); emailed w/K. Denk re: research (.1).	1.10	869.00
09/23/12	ROCHON, JENNIFER	Analysis of Alix Partners presentation on related party transactions.	0.30	237.00
09/23/12	DENK, KURT M	Communications with N. Simon & N. Hamerman concerning MSR Swap Presentation to the Examiner (.5); draft for presentation (6.9); coordinate w/ paralegal D. Cifone for preparation of materials (.8).	8.20	3,977.00
09/23/12	SIMON, NORMAN	Review examiner presentation and analysis of documents for same (5.5); Review K. Denk privilege research results/memo and correspondence with K. Denk re: same (1.0); Call with S. Ettari re: Alix Partners presentations (.5); correspondence with J. Rochon (.2), Correspondence with S. Sparling (.1) re: same.	7.30	5,767.00
09/23/12	ROSEN, SARAH N	Review documents produced by subpoenaed parties in connection with Committee's investigation to analyze pre-petition related-party transactions	3.80	2,071.00
09/23/12	FORD, SAMANTHA	Review of discovery issues with Debtors and AFI document production (2.3); Preparation for Examiner Meeting (3.1); Call w/ Alix and S. Ettari re: same (1.0)	6.40	4,064.00

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09/23/12	CIFONE, DAWN	Assign tags in Relativity to all documents cited in final presentations to the examiner (3.5); compile binders for upcoming presentation to examiners (4.5)	8.00	2,360.00
09/23/12	HAMERMAN, NATAN	Coordinate document review process (.4); emails from N. Simon re requested changes (.4); correspond with K. Denk re same (2.0); confer with D. Cifone re: same (.3); review talking points (1.5); emails re binders, copies, etc. (.8).	5.40	4,023.00
09/23/12	MANNAL, DOUGLAS	Email with C. Siegel and R. Ringer re talking points for examiner meeting (.2); review subservicing emails re same (.6)	0.80	632.00
09/24/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions (9.0)	9.00	4,905.00
09/24/12	ROSEN, SARAH N	Review produced documents for prepetition transactions (4.8).	4.80	2,616.00
09/24/12	ETTARI, SAMANTHA	Prepare for presentation to Examiner (2.5), meeting with N. Simon, S. Sparling and N. Hamerman re: same (1.5) and telephone calls with AlixPartners re: same (.6); Attend presentation to Examiner and Chadbourne (3.5); calls with AlixPartners re follow-up to Examiner Presentation (1.0).	9.10	6,370.00
09/24/12	JARIWALA, AAKASH	Review produced documents re: potential estate claims.	5.80	3,132.00
09/24/12	JARIWALA, AAKASH	Review produced documents related to the model home transaction.	3.30	1,782.00
09/24/12	ROCHON, JENNIFER	T/c w/N. Simon regarding Examiner presentation (.3); t/c w/K. Eckstein and N. Simon regarding Examiner presentation (.4); meeting w/N. Simon regarding investigation strategy and Examiner presentation (.9)	1.60	1,264.00
09/24/12	DENK, KURT M	Communications with N. Simon & N. Hamerman concerning MSR Swap Presentation to the Examiner (1.5); final organization of materials for presentation (.5) and update case files re: same (1.0).	3.00	1,455.00
09/24/12	HAMERMAN, NATAN	Prepare for examiner meeting (1.0); review examiner presentation (1.5); attend portion of examiner presentation (2.9); follow up analysis of same (1.0)	6.40	4,768.00

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09/24/12	SPARLING, STEVEN	Prepared for Examiner meeting (2.5); met w/N. Simon, N. Hamerman, and S. Ettari re: Examiner presentation (1.5); Met w/Examiner and his counsel re: same (3.5); discussed meeting w/N. Simon (.3).	7.80	6,162.00
09/24/12	SIMON, NORMAN	Prepare for examiner presentation (2.3); Meeting with S. Sparling, N. Hamerman, S. Ettari; re: examiner presentation (1.5); Call with K. Eckstein, J. Rochon re: examiner meeting (.4); provide presentation to examiner (3.5); Meeting with J. Rochon re: examiner presentation and investigation strategy (.9); Correspondence with S. Ford, J. Rochon re: discovery (.1); call with J. Rochon re: examiner meeting (.3); post-meeting follow-up with S. Sparling (.3).	9.30	7,347.00
09/24/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI in connection with Committee's investigation to analyze pre-petition related-party transactions	2.20	1,056.00
09/24/12	FORD, SAMANTHA	Review documents produced in connection with Committee's investigation to analyze potential estate claims (2.6) analyze confidentiality/discovery issues with same (4.1).	6.70	4,254.50
09/24/12	CIFONE, DAWN	Prepare binders containing final presentations for upcoming presentation to the examiners (3.8); organize documents cited in same (4.7).	8.50	2,507.50
09/24/12	DUFFIELD, CARL D	Telephone call w/C. Siegel re the Ally Bank sale (0.7); document analysis re Ally Bank (6.3); review ResCap Board minutes (3.0).	10.00	6,350.00
09/24/12	SCARBROUGH, KIMESHA	Assist with preparing material for Examiner presentation.	4.30	1,268.50
09/24/12	OLINZOCK, MATTHEW W	Review documents produced by subpoenaed parties in connection with Committee's investigation to analyze pre-petition related-party transactions	7.30	3,942.00
09/24/12	REID, DENISE L	Assist with binders for examiner meeting (5.2); code MSR swap docs (1.0).	6.20	1,829.00
09/24/12	MANNAL, DOUGLAS	Prep for (1.8) and attend portion of meeting with A. Gonzalez and counsel (2.2)	4.00	3,160.00

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09/24/12	SIEGEL, CRAIG L	Analyze bank transfer documents and board materials (1.7); edited Examiner talking points (.1); TC w/ C. Duffield re: factual research regarding bank transfer (.7)	2.50	1,862.50
09/24/12	ECKSTEIN, KENNETH H.	Attend portion of meeting at Chadbourne w/Examiner and professionals re investigation (2.5)	2.50	2,475.00
09/25/12	DENK, KURT M	Review files from Examiner Presentation (3.8); organize emails and communications regarding document review (1.5); communications with A. Jariwala, M. Olinzock, S. Ford and A. Estes (1.0) to develop revised document review plan; consulted with associates A. Estes & C. Duffield regarding same (.5) and reviewed (.5) AlixPartners' revised MSR Batches, and drafted correspondence for review team for prioritization of review (1); preparation for (.2), and attend (1.1) conference call with D. Mannal, S. Sparling, and counsel from Jones Day re: preference issues.	9.60	4,656.00
09/25/12	ROSEN, SARAH N	Review documents produced by subpoenaed parties in connection with Committee's investigation to analyze pre-petition related-party transactions	5.00	2,725.00
09/25/12	ETTARI, SAMANTHA	Review hot documents re document review (6.0); Telephone calls with AlixPartners re work-plan (.5); Confer with C. Siegel and N. Simon re Ally Bank (.5). Meet w/ J. Rochon and N. Simon re: investigation (.2)	7.20	5,040.00
09/25/12	JARIWALA, AAKASH	Review documents related to the resort transaction.	7.40	3,996.00
09/25/12	JARIWALA, AAKASH	Attend part of meeting with C. Duffield, A. Estes, K. Denk, S. Ford and M. Olinzock to discuss MSR swap doc review.	0.70	378.00
09/25/12	ROCHON, JENNIFER	T/c w/ N. Simon regarding investigation (.2); meetings w/N.Simon regarding investigation (1.6) meeting with S. Ettari and N. Simon re: same (.2).	2.00	1,580.00

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09/25/12	HAMERMAN, NATAN	Prep for (.3) and participate in meeting with N. Simon, S. Sparling, C. Siegel, S. Ford, and S. Ettari re: investigation (1.5); coordinate document review with K. Denk, K. DiFrancesco, A. Jariwala, S. Ettari, F. Butnick (.6).	2.40	1,788.00
09/25/12	SPARLING, STEVEN	Meeting w/N. Simon, N. Hamerman, C. Siegel, S. Ford, and S. Ettari re: investigation status and issues (1.5); reviewed memoranda re: transactions under investigation (1.8); reviewed relevant materials re: transactions under investigation (4.7); attend portion of conference call w/counsel for Jones Day, D. Mannal,, and K. Denk re: privilege issue and proposed order (.7).	8.70	6,873.00
09/25/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transactions	8.10	4,414.50
09/25/12	SIMON, NORMAN	Call with J. Rochon re: investigation analysis (.2); attend portion of UCC meeting (.8); Meetings with J. Rochon re: investigation (1.6); Meeting with S. Sparling; N. Hamerman, C. Siegel, S. Ford, S. Ettari re: investigation (1.5); Meeting with S. Ettari and C. Siegel re: Ally Bank analysis (.5); Call with J. Rochon re: investigation (.2); Review AFI PWC submission (1.1); correspondence. with S. Sparling, N. Hamerman re: follow up analysis for Moelis (.3)	6.20	4,898.00
09/25/12	BUTNICK, FRANCESCA C	Review documents produced by subpoenaed parties in connection with Committee's investigation to analyze pre-petition related-party transactions	1.70	816.00
09/25/12	ESTES, ANDREW J	Prepare for TC with N. Hamerman, C. Duffield and K. Denk to discuss document review related to MSR Swap (1.0); revise document review protocol related to Examiner productions (0.9); TC with J. Natividad from Alix Partners re: same (0.3); meet with C. Duffield, A. Jariwala, M. Olinzock, S. Ford, and K. Denk to discuss document review protocol and issues related to MSR Swap (1.0).	3.20	1,904.00

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09/25/12	FORD, SAMANTHA	Meet with A. Estes, K. Denk, , M. Olinzock, A. Jariwala, and C. Duffield re: MSR Swap document review (1.0); Review documents related to discovery issues with AFI/Debtors production (5.6); Meet w/ N. Simon, S. Sparling, C. Siegel, S. Ettari, N. Hamerman re: investigation (1.5)	8.10	5,143.50
09/25/12	DUFFIELD, CARL D	Document analysis re sale of Ally Bank (5.8); Meeting re: MSR Swap document review attended by A. Jariwala, , A. Estes, K. Denk, S. Ford, and M. Olinzock (1.0); preparation and planning for same (1.8).	8.60	5,461.00
09/25/12	CIFONE, DAWN	Perform searches for Board Minutes/Materials (2.7); Update case room index (0.8); compile presentations regarding investigation issues (1.0).	4.50	1,327.50
09/25/12	OLINZOCK, MATTHEW W	Attend part of meeting with C. Duffield, A. Estes, K. Denk, S. Ford, and A. Jariwala to discuss MSR swap doc review.	0.70	378.00
09/25/12	OLINZOCK, MATTHEW W	Review documents relating to 2008 transactions.	4.50	2,430.00
09/25/12	OLINZOCK, MATTHEW W	Review materials related to MSR swap transactions in preparation for document review.	0.50	270.00
09/25/12	MANNAL, DOUGLAS	Legal research re: FRB privilege issues (2.2); TCF with Jones Day, S. Sparling, and K. Denk re same (1.1)	3.30	2,607.00
09/25/12	SIEGEL, CRAIG L	Conf. call w/ D. O'Connor and M. Landy at Alix to analyze bank transfer (.9); meeting re: investigation w/ N. Simon, S. Sparling, S. Ettari, S. Ford, and N. Hamerman (1.5); met with N. Simon & S. Ettari re: Ally Bank research (.5); researched ResCap board minutes (1.0)	3.90	2,905.50
09/26/12	ETTARI, SAMANTHA	Review hot documents coded by review team and bank-related documents (.8).	0.80	560.00
09/26/12	JARIWALA, AAKASH	Review documents related to MSR swap.	7.10	3,834.00
09/26/12	DENK, KURT M	Outline next phase of document review (1.0); identify custodian/key character-targeted documents (5).	6.00	2,910.00

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09/26/12	HAMERMAN, NATAN	Review coded hot docs re: MSR swap transaction (.5); emails to A. Estes and K. Denk re: review (.2); review email re: Moelis meeting (.1).	0.80	596.00
09/26/12	SPARLING, STEVEN	Emailed w/C. Siegel re: bank transfer (.1); review analysis of transactions under investigation (7.7); outlined analysis of same (2.5).	10.30	8,137.00
09/26/12	ESTES, ANDREW J	Analyze documents related to MSR Swap.	1.10	654.50
09/26/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to pre-petition transaction (8.0)	8.00	4,360.00
09/26/12	SIMON, NORMAN	Analysis of memos/key documents on Ally Bank transfer.	2.80	2,212.00
09/26/12	DUFFIELD, CARL D	Conduct document analysis re MSR Swap.	9.10	5,778.50
09/26/12	OLINZOCK, MATTHEW W	Review documents relating to MSR swaps.	0.60	324.00
09/27/12	ETTARI, SAMANTHA	Review bank transfer documents in preparation for call with AlixPartners (1.6) and telephone call with AlixPartners re same (1.0); Confer with J. Rochon and N. Simon re open tasks and projects re the bank transfer (.5); Confer with S. Ford and C. Duffield re phases of bank transfer and document review (1.0); coordinate with D. Cifone to prepare binder and TOC of background documents on bank transfer phase I (.5); Review hot documents and board materials re bank transfer (4); Review MSR facility presentation prepared by AlixPartners (.5); Review recent filings (.5)	9.60	6,720.00
09/27/12	FORD, SAMANTHA	Meet w/ S. Ettari and C. Duffield re: discovery issues and coordinating document review (1.0); coordinate document review process (1.0); review documents produced in connection with Committee's investigation to analyze claims against AFI and affiliates (3.0) and prepare fact outlines (1.8).	6.80	4,318.00
09/27/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	6.30	3,402.00

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09/27/12	HAMERMAN, NATAN	Confer with S. Sparling re: investigation (.2); confer with N. Simon re: Moelis meeting (.1); confer with K. Denk re: investigation and document review (.4); review produced investigation documents (.4).	1.10	819.50
09/27/12	CIFONE, DAWN	Prepare documents of presentations for upcoming call (1.2); organize board minutes and related materials (0.8); Prepare index of documents cited (2.4); Prepare Binder and corresponding index (3.1).	7.50	2,212.50
09/27/12	SIMON, NORMAN	Correspondence with N. Hamerman re: Moelis meeting (.1); Review material re: Ally Bank and correspondence with S. Ettari re: same (2.0); Correspondence with J. Rochon, S. Sparling re: investigation (.3); Correspondence with S. Ettari re: Alix Partners work plan (.2); Correspondence with J. Rochon re: investigation strategy (.3); Meeting with J. Rochon, S. Ettari re: Alix Partners Ally Bank work plan (.5); Meeting with J. Rochon re: investigation strategy (1.3); Analysis of key documents for investigation (2.4); review chronology of RMBS settlement (.2); analysis of key documents re: AFI liability (1.5).	8.80	6,952.00
09/27/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI in connection with Committee's investigation to analyze pre-petition related-party transactions.	9.60	5,232.00
09/27/12	DIFRANCESCO, KRISTIN	Analyzed background materials on relevant prepetition transaction in preparation for document review (1.2)	1.20	654.00
09/27/12	DIFRANCESCO, KRISTIN	Analyzed materials on relevant prepetition transactions in preparation for document review (1.2)	8.00	4,360.00
09/27/12	DUFFIELD, CARL D	Meeting w/S. Ettari and S. Ford re Ally Bank sale chronology and memo, and related discovery issues (1.0); document analysis for Ally Bank sale chronology (7.7)	8.70	5,524.50
09/27/12	ROCHON, JENNIFER	Meet with Norman Simon and Sam Ettari regarding Ally Bank transfer (.5); Meetings w/ N. Simon re: investigation strategy (1.3); Correspondence w/ N. Simon, S. Sparling, B. Berke, K. Eckstein re: investigation (1.0).	2.80	2,212.00

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09/27/12	DENK, KURT M	Review custodian/key character-targeted documents (1.5) analyze document review status (.5); analysis of custodian/key character-targeted documents (7.7); communications with C. Siegel re: bank examination privilege issue (.3).	10.00	4,850.00
09/27/12	ESTES, ANDREW J	Review and analyze documents re: MSR Swap produced to Examiner.(3.8)	3.80	2,261.00
09/27/12	OLINZOCK, MATTHEW W	Reviewed documents relating to MSR swap transactions.	10.90	5,886.00
09/27/12	SIEGEL, CRAIG L	Correspond w/ S. Ettari re: bank transfer analysis and documents	0.40	298.00
09/27/12	SPARLING, STEVEN	Reviewed materials re: transactions under investigation (2.1); discussed next steps w/J. Rochon and N. Simon (.3). Discuss investigation w/ N. Hamerman (.2)	2.60	2,054.00
09/28/12	DENK, KURT M	Review custodian/key character-targeted documents (.5); identification and analysis of custodian/key character-targeted documents (4.5); preparation for (.5), meeting with N. Simon, S. Sparling, N. Hamerman re: next steps in MSR/RMBS legal analysis (.7), continued legal analysis for MSR/RMBS claims based on updated fact-gathering (2.5).	8.70	4,219.50
09/28/12	CIFONE, DAWN	Perform searches in Relativity for Board Minutes/Materials (3.6); Prepare Ally Bank Transaction Binder (3.4)	7.00	2,065.00
09/28/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.0)	8.00	4,360.00
09/28/12	SCARBROUGH, KIMESHA	Perform searches for Board Minutes/Materials and upload same (3.6); Prepare Binder and corresponding index (3.4)	7.00	2,065.00
09/28/12	JARIWALA, AAKASH	Review produced documents related to MSR swap.	9.40	5,076.00
09/28/12	ROSEN, SARAH N	Review memo re: transaction analysis and review protocol (1.0); reviewing and coding documents for prepetition transactions (6.6).	7.60	4,142.00
09/28/12	ESTES, ANDREW J	Analyze documents re: MSR Swap produced to Examiner. (2.8)	2.80	1,666.00

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09/28/12	ETTARI, SAMANTHA	Emails with S. Ford re discovery productions and review (.6) and with AlixPartners re hot documents and pre-petition transaction analysis (.5)	1.10	770.00
09/28/12	ROCHON, JENNIFER	Meeting w/S. Sparling and N. Simon regarding investigation (.4); t/c w /N. Simon and S. Ford regarding MoFo document production (.2); t/c w/Norman Simon regarding investigation (.20)	0.80	632.00
09/28/12	SIMON, NORMAN	Analysis of issues for depositions on MSR Swap and review of key documents for same (2.7); Call with J. Rochon and S. Ford re: document production (.2); Meeting with J. Rochon, S. Sparling re: next steps in investigation (.4); Correspondence with S. Sparling, N. Hamerman re: same(.4); Call with J. Rochon re: investigation (.2); Review of MSR Swap legal memo (1.6); Meeting with S. Sparling, N. Hamerman, K. Denk re: MSR Swap legal analysis (.7); correspond with A. Katz re: investigation issues (.3); correspondence with C. Siegel re: Fed. Reserve issues (1.9); correspondence with C. Siegel re: FDIC (1.4); Call with D. Lamey re: Federal Reserve issues (.7).	10.50	8,295.00
09/28/12	HAMERMAN, NATAN	Review coded relevant documents re: MSR swap (.5); emails with S. Ford re review status (.4); meeting with N. Simon and S. Sparling re: next steps in investigation (.5); meeting with K. Denk, N. Simon and S. Sparling re: next steps in legal analysis (.7).	2.10	1,564.50
09/28/12	OLINZOCK, MATTHEW W	Reviewed documents pertaining to MSR swap transactions.	9.10	4,914.00
09/28/12	DUFFIELD, CARL D	Drafted Ally Bank sale chronology (4.8); document analysis to supplement same (3.5).	8.30	5,270.50
09/28/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with Committee's investigation to analyze pre-petition related-party transactions	1.00	480.00
09/28/12	SIEGEL, CRAIG L	Analyze Ally Bank documents	0.20	149.00
09/28/12	SPARLING, STEVEN	Met w/N. Simon, N. Hamerman, and K. Denk re: MSR Swap issues (.7); emails w/C. Siegel and G. Horowitz re: same (.2); discussed next steps in investigation w/N. Simon and J. Rochon (.4).	1.30	1,027.00

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09/28/12	FORD, SAMANTHA	Analyze documents re: pre-petition transactions (6.3); t/c with J. Rochon and N. Simon re: document production (.2).	6.50	4,127.50
09/29/12	DENK, KURT M	Review MSR Swap issues(.7) and correspondence w/ A. Estes (.3) regarding custodian/key character-targeted documents; analyzed documents relevant to revision to MSR/RMBS legal analysis memo (1).	2.00	970.00
09/29/12	DIFRANCESCO, KRISTIN	Analyzed summery memoranda and related materials in preparation for document review of new prepetition transaction (4.0)	4.00	2,180.00
09/29/12	DUFFIELD, CARL D	Document analysis re: sale chronology (5.0).	5.00	3,175.00
09/30/12	ROSEN, SARAH N	Reviewing pre-petition transaction memo (.7); reviewing documents for pre-petition transactions (7.8).	8.50	4,632.50
09/30/12	JARIWALA, AAKASH	Review documents related to MSR swap transaction.	3.90	2,106.00
09/30/12	DENK, KURT M	Review MSR Swap discovery issues (.3); analyzed documents relevant to revision to MSR/RMBS legal analysis memo (1.7).	2.00	970.00
09/30/12	ROCHON, JENNIFER	Analysis of Ally Bank issues and legal theories.	1.80	1,422.00
09/30/12	OLINZOCK, MATTHEW W	Reviewed documents pertaining to MSR swap transactions.	1.80	972.00
09/30/12	DUFFIELD, CARL D	Document analysis re: sale chronology (5.1).	5.10	3,238.50
09/30/12	SIMON, NORMAN	Review MSR Facility key docs	1.00	790.00
09/30/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with Committee's investigation to analyze pre-petition related-party transactions	<u>3.10</u>	<u>1,488.00</u>
TOTAL			<u>1,806.50</u>	<u>\$1,054,104.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	43.00	42,570.00
TRACHTMAN, JEFFREY S.	PARTNER	56.00	49,840.00
BENTLEY, PHILIP	PARTNER	186.30	161,149.50
ROCHON, JENNIFER	PARTNER	0.40	316.00
KAUFMAN, PHILIP	PARTNER	172.70	162,338.00
MANNAL, DOUGLAS	PARTNER	46.60	36,814.00
HOROWITZ, GREGORY A.	PARTNER	1.60	1,384.00
PETTIT, LAURENCE	PARTNER	31.40	26,376.00
LIU, GILBERT	PARTNER	4.50	3,667.50
SCHULMAN, BRENDAN M.	SPEC COUNSEL	5.70	4,275.00
SIEGEL, CRAIG L	ASSOCIATE	0.50	372.50
WARSHALL-KATZ, ARIELLE	ASSOCIATE	191.10	133,770.00
LEVINE, ADINA C	ASSOCIATE	135.10	92,543.50
ZIDE, STEPHEN	ASSOCIATE	17.00	12,240.00
SHARRET, JENNIFER	ASSOCIATE	5.20	3,484.00
CHO, DANNIE	ASSOCIATE	146.40	92,964.00
COLEMAN, KRISTEN A	ASSOCIATE	144.70	91,884.50
MELLIN, MICHAEL	ASSOCIATE	115.70	73,469.50
NEUNDER, LISA	ASSOCIATE	86.50	28,545.00
RINGER, RACHAEL L	ASSOCIATE	4.80	2,616.00
MILLER, ASHLEY S	ASSOCIATE	19.30	11,483.50
DUNLAP, JEFFREY	ASSOCIATE	168.60	91,887.00
MIRVIS, DORI Y	ASSOCIATE	3.60	1,746.00
GUCCION, MARY K	ASSOCIATE	3.50	1,907.50
STACKPOOLE, ANNE	PARALEGAL	82.00	24,190.00
SHAIN, ALIYA	PARALEGAL	2.20	627.00
VANARIA, HUNTER	PARALEGAL	<u>3.50</u>	<u>1,085.00</u>
TOTAL		<u>1,677.90</u>	<u>\$1,153,545.00</u>

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/01/12	ROCHON, JENNIFER	Review RMBS adjournment motion.	0.20	158.00
09/01/12	TRACHTMAN, JEFFREY S.	Review draft RMBS pleading (.9); emails with K. Eckstein, P. Kaufman, P. Bentley re: RMBS schedule (.4).	1.30	1,157.00
09/01/12	BENTLEY, PHILIP	Review draft pleadings RMBS scheduling issues (1.1), emails w/ J. Trachtman and P. Kaufman re: same (.5).	1.60	1,384.00
09/02/12	PETTIT, LAURENCE	Review memo RMBS litigation (0.5) review related briefs (0.5) review PSAs re: same (0.2), and respond to email from J.Schweder re: same (0.1).	1.30	1,092.00
09/02/12	MELLIN, MICHAEL	Analysis of RMBS litigation briefs (5.0); draft memoranda re: same (1.5).	6.50	4,127.50
09/02/12	LEVINE, ADINA C	E-mail from J. Shweder re: Deutsche bank summary, e-mail from L. Pettit re: same	0.10	68.50
09/02/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, outside counsel re: RMBS schedule (.3); review draft and memos on RMBS claims analysis and research (.7).	1.00	890.00
09/02/12	BENTLEY, PHILIP	Emails with J. Trachtman and outside counsel re RMBS issues and strategy.	0.80	692.00
09/02/12	MIRVIS, DORI Y	Research case law re: approval of settlements (.5); Revise summary chart re: approval of settlements (.5).	1.00	485.00
09/03/12	SHARRET, JENNIFER	Research re: setoff (2.5); revise setoff memo (1.4); email to L. Pettit and S. Zide re: same (.1)	4.00	2,680.00
09/03/12	PETTIT, LAURENCE	Review briefs from RMBS litigation (1.2); draft email re put-back claims (1.2).	2.40	2,016.00
09/03/12	MELLIN, MICHAEL	Analyze RMBS litigation briefs and filings (1.5) and draft memoranda re: same (2.0).	3.50	2,222.50
09/03/12	LEVINE, ADINA C	Review email re: summary of RMBS research (.1); review email re: confi (.2).	0.30	205.50
09/03/12	LEVINE, ADINA C	Review of motion to modify scheduling order, (.6); email to D. Mannal, P. Kaufman, P. Bentley re: same and re confi agreement (.1).	0.70	479.50
09/03/12	TRACHTMAN, JEFFREY S.	Emails with K. Eckstein, L. Pettit, P. Bentley re: RMBS schedule (.6); review RMBS draft pleading (.7).	1.30	1,157.00

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09/03/12	BENTLEY, PHILIP	Emails w/ J. Trachtman, K. Eckstein re RMBS issues and research projects.	0.30	259.50
09/03/12	ZIDE, STEPHEN	Emails with J. Sharret re: set off memo.	0.20	144.00
09/03/12	WARSHALL-KATZ, ARIELLE	Emails w/ A. Levine re case summaries.	0.40	280.00
09/03/12	DUNLAP, JEFFREY	Draft and circulate summary of RMBS claims precedent.	7.10	3,869.50
09/03/12	ECKSTEIN, KENNETH H.	Review draft response to bondholder RMBS motion (.4); comment on same (.6).	1.00	990.00
09/04/12	SHARRET, JENNIFER	Review setoff cases.	0.60	402.00
09/04/12	ECKSTEIN, KENNETH H.	C/w with D. Mannal and P. Bentley re committee/RMBS claims analysis and strategy (.9); review issues re same (.4).	1.30	1,287.00
09/04/12	LEVINE, ADINA C	Emails re confi from D. Mannal, P. Bentley, P. Kaufman (.5); revise same (2.3); email K. Coleman re: case overview (.2); discussion with A. Katz re: research (.4); conversation with J. Phelps from Talcott Franklin re: confi agreement (.3); emails w/ D. Mannal, P. Bentley, P. Kaufman re: confi agreement (1.3); email with A. Stackpoole and A. Katz re: production (.4); email to K. Coleman re: RMBS research and to J. Shweder re: same (.5); revisions to confi agreement (2.4); review of case summary re: RMBS claims analysis (1.7); emails to J. Dunlap re same (.2).	10.20	6,987.00
09/04/12	KAUFMAN, PHILIP	Meeting w/ MoFo, Kathy Patrick, re: RMBS 9019 Motion issues (2.3); call w/ trustees re: same (.8); emails w/ J. Trachtman re: confi issues (1.1); revise drafts of Confidentiality Agreements (1.4); telephone conferences with Talcott Franklin re issues with RMBS 9019 Motion (.8).	6.40	6,016.00
09/04/12	COLEMAN, KRISTEN A	Review RMBS 9019 motion (1.6); Email with R. Wilcox re: case assignment re: same (.2); email with A. Levine re: overview (.2); call with J. Dunlap re: same (.4); email with J. Shweder re: same (.5).	2.90	1,841.50
09/04/12	TRACHTMAN, JEFFREY S.	Emails w/ K. Coleman, P. Bentley, A. Levine, P. Kaufman re: RMBS research issues (1.6); review memos re: RMBS related issues (.7).	2.30	2,047.00

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09/04/12	BENTLEY, PHILIP	Analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (4.8); discussions with experts re: RMBS analysis (1.7); conference with MoFo and K. Patrick re RMBS claims issues (2.3); tcf with trustees re: same (.8); meeting with K. Eckstein and D. Mannal re: RMBS strategy (.9).	10.50	9,082.50
09/04/12	STACKPOOLE, ANNE	Index work product collection of subpoena responses for attorney reviews (.4); communications with A. Katz re: database and productions (1.0).	1.40	413.00
09/04/12	WARSHALL-KATZ, ARIELLE	Review 9019 discovery (1.7); emails w/ A. Levine re same (.8); review RMBS research documents (1.5); discussions with A. Stackpoole re database & productions (1); review scheduling order (.2); review summary of RMBS research (.8); emails w/ A. Stackpoole and A. Levine re Talcott Franklin and Ally productions (1); discussions with A. Levine re research issues (.4); review emails from MoFo re discovery (.5); emails w/ P. Bentley re: modification to scheduling order (.3); emails with A. Levine re: status of discovery (.5).	8.70	6,090.00
09/04/12	DUNLAP, JEFFREY	Emails w/ K. Coleman re: 9019 docs (.4); review American Home Mortgage docket (4.1); review Lehman docket (1.5); call with K. Coleman re: case overview (.4).	6.40	3,488.00
09/04/12	RINGER, RACHAEL L	Review confi and RMBS documents, e-mails with A. Levine and D. Mannal re: same (.5), attend portion of call with Trustees re: RMBS issues (.5).	1.00	545.00
09/04/12	MANNAL, DOUGLAS	Prep for (.9) and attend meeting at MoFo with K. Patrick re RMBS settlement (2.3); TCF with RMBS trustees re same (.8); strategy meeting re RMBS motion with K. Eckstein and P. Bentley (.9).	4.90	3,871.00
09/04/12	ECKSTEIN, KENNETH H.	Meet w/MoFo, Kathy Patrick, D. Mannal re RMBS settlement (2.3).	2.30	2,277.00
09/04/12	ECKSTEIN, KENNETH H.	Conference call w/Trustees counsel re RMBS and committee issues (.8).	0.80	792.00

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09/05/12	LEVINE, ADINA C	Discuss RMBS issues and discovery with K. Coleman (.3); meet with K. Coleman re: research (1.2); draft memoranda re: RMBS claims analysis (2.1); create list of open legal research issues (1.2); review case law re: RMBS litigation (2.6); draft summary of same (1.0); t/c with J. Trachtman re: research issues (.4); t/c with A. Katz re: case status (.2); t/c with P. Kaufman re: legal research and meeting (.5).	9.50	6,507.50
09/05/12	KAUFMAN, PHILIP	Review Talcott's responses and objections to discovery requests (1.8); review memoranda on RMBS research and analysis (2.9); emails with A. Levine, P. Bentley, J. Trachtman, A. Katz, J. Dunlap, M. Mellin and K. Eckstein re: RMBS research memos (.8); t/c with A. Katz re: case status (.5); t/c w/ A. Levine re: legal research and meeting (.5).	6.50	6,110.00
09/05/12	PETTIT, LAURENCE	Review emails from J. Sharret re set-off memo (0.1); review memo (1.0) and comment on same (.5); emails w/ P. Bentley re put-back remedy (0.4).	2.00	1,680.00
09/05/12	COLEMAN, KRISTEN A	Meeting with J. Trachtman re: bankruptcy presentation (1.5); review email re: RMBS open issues (.9) ; discuss same with A. Levine (.3); meeting with A. Levine re: research issues (1.2); review pleadings re: proposed RMBS Settlement Agreement (1.4).	5.30	3,365.50
09/05/12	SHARRET, JENNIFER	Review revised setoff memo re: RMBS.	0.60	402.00
09/05/12	TRACHTMAN, JEFFREY S.	TCs with A. Levine re: RMBS (.4); emails w/ P. Bentley, re: research issues, (.7); meet with K. Coleman re: bankruptcy overview and RMBS research issue (1.5).	2.60	2,314.00
09/05/12	BENTLEY, PHILIP	Review RMBS discovery objections (.6); review RMBS memos and research (.5); emails w/ P. Kaufman and J. Trachtman re: same (.9).	2.00	1,730.00
09/05/12	STACKPOOLE, ANNE	Draft index of case law in preparation for attorney review.	2.20	649.00
09/05/12	ZIDE, STEPHEN	Emails with I. Holt re document discovery issues (.3).	0.30	216.00

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09/05/12	WARSHALL-KATZ, ARIELLE	Review RMBS documents produced in discovery for analysis of proposed RMBS Settlement (1.0); coordinate document review for 9019 discovery (.7); emails with A. Levine, P. Bentley, P. Kaufman re same (.8); t/c with A. Levine re case status (.2); discussions with P. Kaufman re same (.5); emails with Debtors, Ally, Talcott Franklin and Gibbs & Bruns re productions (2); discussion w/ A. Levine re: same (2.0); emails w/ A. Levine, P. Bentley re timing and schedule (.3); multiple discussions with A. Stackpoole re database (1).	8.50	5,950.00
09/05/12	DUNLAP, JEFFREY	Review and synthesize AHM docket (3.8); emails to P. Kaufman, M. Mellin, A. Levin re: same (.4); draft summary of AHM proceedings (4.1).	8.30	4,523.50
09/05/12	MANNAL, DOUGLAS	Prepare for (.2) and attend (.7) office conference with K. Eckstein re RMBS settlement response.	0.90	711.00
09/05/12	MELLIN, MICHAEL	Analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (3.2); review tolling agreements (1.0) and draft updated summary re: same (1.5)	5.70	3,619.50
09/05/12	ECKSTEIN, KENNETH H.	Call w/ G. Lee re RMBS issues (.4).	0.40	396.00
09/05/12	ECKSTEIN, KENNETH H.	Call w/ K. Patrick re RMBS motion and related issues (1.8).	1.80	1,782.00
09/05/12	ECKSTEIN, KENNETH H.	C/w D. Mannal re: RMBS settlement conference.	0.70	693.00
09/05/12	STACKPOOLE, ANNE	Organize RMBS case law and electronic files.	5.00	1,475.00
09/06/12	KAUFMAN, PHILIP	Meeting w/ K. Eckstein, P. Bentley, J. Trachtman, A. Levine, A. Katz, J. Dunlap, M. Mellin and K. Coleman re: RMBS discovery issues and strategy (1.5); emails w/ counsel for MBIA, Gibbs & Burns and Talcott Franklin re: same (1.4); meeting w/ P. Bentley re: RMBS research issues (1.6); emails w/ P. Bentley, J. Trachtman re: same (1.0); emails w/ A. Levine re: discovery issues (.8); review research re: same (1.0).	7.30	6,862.00

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09/06/12	LEVINE, ADINA C	E-mail to P. Kaufman re: confidentiality agreement (.3); e-mail to Talcott Franklin re: confidentiality agreement (.4); revisions to confidentiality agreement for K. Patrick (.6); research re: RMBS settlement (1.5); revise memo re: same (1.0); email to J. Dunlap, M. Mellin, and A. Katz re: production (.3); revisions to WIP, email to P. Bentley, P. Kaufman, J. Trachtman re: same (.4); discussion w/ A. Katz re: case status (2.3); review of Rule 9019 motion; email to K. Eckstein, P. Kaufman, P. Bentley, J. Trachtman re: research summary (.3); conversation with A. Katz re: document production (.4); meeting w/ P. Kaufman, J. Trachtman, K. Coleman A. Katz, M. Mellin, J. Dunlap re: litigation task list (1.5); email to P. Kaufman, J. Trachtman re: list of research issues (.5).	9.50	6,507.50
09/06/12	COLEMAN, KRISTEN A	Review RMBS 9019 Motion and related pleadings in prep for 9019 doc review (2.5); meeting with P. Kaufman, J. Trachtman, A. Katz, M. Mellin, J. Dunlap to review strategy (1.5); review RMBS case law (1.1); review damages opinion re: materially and adversely affects (1.5)	6.60	4,191.00
09/06/12	TRACHTMAN, JEFFREY S.	Review memos re: RMBS claims (2.3); emails with K. Eckstein, M. Mellin, A. Levine, P. Bentley, P. Kaufman re RMBS tasks (.8); meet with RMBS team (P. Kaufman, K. Coleman, A. Katz, M. Mellin, J. Dunlap) re RMBS strategy (1.5).	4.60	4,094.00
09/06/12	BENTLEY, PHILIP	Analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (3.2), confs re same with P. Kaufman (1.6) and correspondence re same with P. Kaufman/J. Trachtman/K. Eckstein (0.3)	5.10	4,411.50
09/06/12	STACKPOOLE, ANNE	Organize legal research for attorney review (.7); t/c with A. Katz, re production review (1.7).	2.40	708.00
09/06/12	ZIDE, STEPHEN	Emails with S. Hasan re loss analysis (.5); email D. Clark re pre-auction objections (.2); review same (.4).	1.10	792.00

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09/06/12	WARSHALL-KATZ, ARIELLE	Emails with J. Dunlap re production (.2); review productions (.6); t/cs with A. Levine re case status (2.3); emails with Debtors, Ally, Talcott Franklin, and Gibbs & Bruns re productions (2); analysis of issues with same (1.5); prep for meeting re case (.5); discussions with A. Stackpoole re database (1.7).	8.80	6,160.00
09/06/12	DUNLAP, JEFFREY	Update WIP list (2.2); review RMBS litigation cases summary (.2); meeting with P. Kaufman, J. Trachtman, A. Katz, M. Mellin, K. Coleman re RMBS research issues (1.5); draft summary of RMBS proceedings (3.0); revise summary re: same (1.9)	8.80	4,796.00
09/06/12	MANNAL, DOUGLAS	Correspondence with P. Bentley and J. Trachtman re response to Debtors' filing re RMBS status conference (.9); TCF with W&C re RMBS HoldCo election (.7).	1.60	1,264.00
09/06/12	MELLIN, MICHAEL	RMBS meeting with P. Kaufman, J. Trachtman, A. Katz, K. Coleman re: research and discovery (1.5); review RMBS litigation documents (1.3).	2.80	1,778.00
09/06/12	ECKSTEIN, KENNETH H.	Correspondence w/P. Bentley and P. Kaufman re RMBS conference (1.4).	1.40	1,386.00
09/06/12	ECKSTEIN, KENNETH H.	Call with G. Lee re: status of RMBS issues (.6)	0.60	594.00
09/06/12	ECKSTEIN, KENNETH H.	Call w/R. Wynne re: questions on RMBS motion (.4).	0.40	396.00
09/06/12	ECKSTEIN, KENNETH H.	Review RMBS pleadings (.8).	0.80	792.00
09/07/12	ROCHON, JENNIFER	T/c w/A. Katz regarding RMBS issues (.1).	0.10	79.00
09/07/12	KAUFMAN, PHILIP	Conference calls with counsel for FGIC and MBIA re: RMBS (2.2); emails with P. Bentley and A. Katz re discovery issues (1.5); analyze tagged document production re same (1.2); review responses and objections to discovery requests received from Gibbs & Bruns (1.3); review Debtor's Status Report (.8).	7.00	6,580.00

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09/07/12	WARSHALL-KATZ, ARIELLE	T/cs with MBIA re RMBS discovery (.8); correspondence with P. Kaufman re discovery (.7); review and analysis of objections & responses from Gibbs & Bruns (1); draft email summary re same (.3); discussions with A. Stackpoole re discovery and database (.8); review Debtors' status report (.4); review discovery correspondence (.8); draft discovery summary for status response (2.5); email re same (.2); emails with K. Chin, M. Mellin re legal issues for research (.4); review documents from RMBS litigation (.7); t/c with J. Rochon re: RMBS issues (.1).	8.70	6,090.00
09/07/12	LEVINE, ADINA C	E-mails from P. Bentley re: discovery and response to Rule 9019 motion, e-mail to A. Katz re: same, e-mail with Derek, A. Stackpoole re: same; e-mail with Talcott Franklin re: discovery; e-mail to P. Bentley, A. Stackpoole re: same.	0.50	342.50
09/07/12	ECKSTEIN, KENNETH H.	O/c w/P. Bentley, D. Mannal re response to same (.8)	0.80	792.00
09/07/12	COLEMAN, KRISTEN A	Research re: put back defense claims.	2.50	1,587.50
09/07/12	TRACHTMAN, JEFFREY S.	Attend all-hands meeting re: RMBS status conference (1.4); draft statement report response (.9); review memos and materials on RMBS (1.6); emails with K. Eckstein, P. Bentley, D. Mannal re: same (.6).	4.50	4,005.00
09/07/12	BENTLEY, PHILIP	Analyze status report re RMBS (1.5); attend all-hand meeting re: RMBS status conference with K. Eckstein, J. Trachtman, and D. Mannal (1.4); J. Trachtman (.9); D. Mannal (.6); S. O'Neal (.4); J. Garrity/J. Rosenthal (.9); K. Eckstein/D. Mannal (.8); and R. Wynne/H. Sidman (.6); draft Response to Debtors' RMBS status report (3.5).	10.60	9,169.00
09/07/12	STACKPOOLE, ANNE	Communications with D. Marsh at Gibbs & Bruns regarding document production (.6)	0.60	177.00
09/07/12	STACKPOOLE, ANNE	Import Gibbs & Bruns subpoena response in preparation for building database (.7).	0.70	206.50
09/07/12	STACKPOOLE, ANNE	Emails with D. Mannal and K. Eckstein re: RMBS discovery issues.	0.50	147.50
09/07/12	STACKPOOLE, ANNE	Organize RMBS subpoena response materials for attorney review (.5); discussion with A. Katz re: discovery/database (.8).	1.30	383.50

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09/07/12	DUNLAP, JEFFREY	Assembled RMBS memos, emailed to S. Zide (.3); 9019 status report (.2); emails w/ A. Stackpoole re: Gibbs & Bruns production (.4); research re: RMBS litigation (2.0); research re causation (2.7); draft summary of American Home issues (1.5); update summary of RMBS litigations (2.0).	9.10	4,959.50
09/07/12	MANNAL, DOUGLAS	Prep for (.9) and attend all-hands meeting on RMBS discovery and strategy (1.4); o/c with K. Eckstein, P. Bentley, re response report (.8); o.c. w/ R. Ringer re same (.5); discussion with P. Bentley re same (.6).	4.20	3,318.00
09/07/12	RINGER, RACHAEL L	Meeting with D. Mannal re: RMBS research issues (.5)	0.50	272.50
09/07/12	ZIDE, STEPHEN	Correspondence with D. Mannal re RMBS issues (.4); emails with D. Mannal, K. Eckstein, J. Trachtman and P. Bentley re status of RMBS discovery issues (.6).	1.00	720.00
09/07/12	ECKSTEIN, KENNETH H.	Call with J. Garrity and J. Rosenthal re RMBS (1.0)	1.00	990.00
09/07/12	ECKSTEIN, KENNETH H.	Attend all-hands meeting re RMBS status conference (1.4)	1.40	1,386.00
09/07/12	ECKSTEIN, KENNETH H.	Call with G. Lee, G. Siegel re committee and RMBS (.8).	0.80	792.00
09/07/12	ECKSTEIN, KENNETH H.	Review debtor status report (.4)	0.40	396.00
09/07/12	SHAIN, ALIYA	Organize binder of amended 9019 RMBS documents for D. Mannal (1.0)	1.00	285.00
09/07/12	SHAIN, ALIYA	Organize 9019 materials for R. Ringer (.6)	0.60	171.00
09/08/12	KAUFMAN, PHILIP	Conference with P. Bentley re: response to Debtors' status report (.4); e-mails with P. Bentley, J. Trachtman, K. Eckstein and A. Katz re: draft response to Debtors' status report (.9)	1.30	1,222.00
09/08/12	WARSHALL-KATZ, ARIELLE	Analyze Committee response to status report (1.2); draft discovery insert re same (1).	2.20	1,540.00
09/08/12	LEVINE, ADINA C	E-mails from K. Eckstein and J. Trachtman re: response to Rule 9019 motion	0.80	548.00
09/08/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman, K. Eckstein re: status report response (.5); edit response (.9).	1.40	1,246.00

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09/08/12	BENTLEY, PHILIP	Emails with committee members re HoldCo election issues (1.2); prepare response to Debtors' RMBS status report (9.0); conference with P. Kaufman re: response to status report (.4); emails with A. Katz, A. Levine and P. Kaufman re: same (.5).	11.10	9,601.50
09/08/12	STACKPOOLE, ANNE	Communications with A. Katz and A. Levine regarding status of incoming document production.	0.40	118.00
09/08/12	STACKPOOLE, ANNE	Organize Talcott Franklin documents for attorney review.	0.60	177.00
09/09/12	KAUFMAN, PHILIP	E-mails with P. Bentley, K. Eckstein, J. Trachtman and D. Mannal re: draft response to Status Report (.6); revisions to response to Status Report (1.3)	1.90	1,786.00
09/09/12	ZIDE, STEPHEN	Emails with P. Bentley, K. Eckstein, J. Trachtman, R. Ringer, D. Mannal and P. Kaufman re statement in response to Debtors' RMBS statement (.7); revise Committee update email on same (.4); comment on same (1). Review revised RMBS agreement (.6); emails with D. Clark re same (.2); draft list of clarification questions for the Debtors (1); email with P. Bentley re same (.2).	4.10	2,952.00
09/09/12	WARSHALL-KATZ, ARIELLE	Draft deposition notices to Kathy Patrick & Talcott Franklin (.7)	0.70	490.00
09/09/12	LEVINE, ADINA C	E-mails to A. Katz re: discovery, e-mail from A. Katz re: Kathy Patrick settlement.	0.20	137.00
09/09/12	ECKSTEIN, KENNETH H.	Call with R. Wynne re RMBS issues (.4).	0.40	396.00
09/09/12	LIU, GILBERT	Review of Debtor Status Report and UCC response.	0.40	326.00
09/09/12	PETTIT, LAURENCE	Review Debtors' status report on 9019 Motion (0.4); review KL's draft response on behalf of the committee (0.3); review draft Second Amended and Restated RMBS Settlement Agreement (0.8); review response and analysis from P. Bentley and respond to same (0.1).	1.60	1,344.00
09/09/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Eckstein, R. Ringer, S. Zide re: status report response (.9); edit draft of same (1.5).	2.40	2,136.00

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09/09/12	BENTLEY, PHILIP	Comment on draft Second Amended Settlement Agreement (0.8); prepare response to Debtors' September 5 letter re RMBS discovery (2.2); additional prep for Response to RMBS status conference (3.7); outline taking points for RMBS status conference (1.6).	8.30	7,179.50
09/09/12	ECKSTEIN, KENNETH H.	Review status conference pleading re RMBS (1.0); comment on same (1.3).	2.30	2,277.00
09/09/12	ECKSTEIN, KENNETH H.	Call with G. Petrick from MBIA re: RMBS (.6).	0.60	594.00
09/10/12	VANARIA, HUNTER	Review (.5) and revise (.2) response to RMBS status report.	0.70	217.00
09/10/12	COLEMAN, KRISTEN A	Correspondence with A. Levine re: research for put back claim defenses (.5); Research re: contract law and RMBS context (9.0)	9.50	6,032.50
09/10/12	LEVINE, ADINA C	T/c with J. Rochon re: confi agreement (.1); email to S. Zide re: confi issues (.1); discussions with A. Katz re: court conference (1.2); discussions with P. Kaufman and P. Bentley re: 9019 discovery issues (.3); disc with P. Kaufman and A. Katz re discovery (1.0); review of K. Patrick response (1.2); review of response to Debtor status report (.5); review of Ally response re RMBS discovery (.6); e-mail to A. Stackpoole re: production index (.3); review of K. Patrick production (.6); conversation with S. Johnson from MBIA (.5); index database (.4); create document re: status of discovery (.8); review of L. Neunder's research on common interest privilege (.5); e-mail to R. Ringer re: RMBS WIP (.3); e-mail to K. Eckstein, P. Bentley, P. Kaufman re: common interest privilege (.4); review of confi agreement with K. Patrick (2.0).	10.80	7,398.00
09/10/12	NEUNDER, LISA	T/c with A. Katz concerning research (.2), research concerning privilege issues (5), and outline relevant case law (1).	6.20	2,046.00
09/10/12	ROCHON, JENNIFER	T/c w/A. Levine regarding Confi Agreement.	0.10	79.00
09/10/12	PETTIT, LAURENCE	Review comments and questions on proposed amended RMBS settlement agreement (0.6); review summary of sample RMBS claims (0.3).	0.90	756.00

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09/10/12	KAUFMAN, PHILIP	Conf. with P. Bentley re RMBS discovery and status conference (2.3); analyze research re RMBS discovery (2.6); discuss with P. Bentley and A. Levine re: 9019 discovery issues (.3); discuss with A. Levine and A. Katz re: discovery (1.0); revise response to status report (.8); e-mails with R. Madden re: confidentiality agreement and review draft agreement (1.2); comment on deposition notices (.9).	9.10	8,554.00
09/10/12	TRACHTMAN, JEFFREY S.	Edit draft of response to status report (.8); emails re: status response with P. Bentley, M. Mellin (.9).	1.70	1,513.00
09/10/12	BENTLEY, PHILIP	Finalize Status Conference Response (1.4); prepare for RMBS hearing (2.0); conference with P. Kaufman re same (2.3); analyze RMBS discovery issues (1.1); discs w/ T. Princi/J. Levitt (0.3) and P. Kaufman/A. Levine (0.3) re 9019 discovery issues; o/c with K. Eckstein and D. Mannal re: RMBS strategy (.4).	7.80	6,747.00
09/10/12	STACKPOOLE, ANNE	Organize ResCap production in preparation for attorney review (.6); emails to A. Katz re: discovery (.3).	0.90	265.50
09/10/12	WARSHALL-KATZ, ARIELLE	Prepare for court RMBS conference (2.6); discussions with A. Levine re same (1.2); review documents produced by K. Patrick (1); emails with A. Levine and P. Bentley re same (.5); draft email to J. Dunlap and M. Mellin re productions and legal research (1.8); discussions with P. Kaufman & A. Levine re discovery issues (1); emails with A. Stackpoole re same (.8); review outline re discovery status (.5); review research on common interest (.7); call with MBIA re discovery (.2); review ally response (.2); t/c with L. Neunder re: research (.2)	10.70	7,490.00
09/10/12	MANNAL, DOUGLAS	Office conference with K. Eckstein and P. Bentley re RMBS strategy	0.40	316.00
09/10/12	DUNLAP, JEFFREY	Read 9019 settlement email exchange (.3); review legal precedent cases (1.1); research case law re 9019 issues (.8); MBIA research (.8); research re causation (3.4); analyze RMBS litigation (2.3).	8.70	4,741.50

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09/10/12	MELLIN, MICHAEL	Research re: common interest doctrine and draft summary re: same (2.6); review RMBS litigation docket entries (3.5).	6.10	3,873.50
09/10/12	ZIDE, STEPHEN	Emails with L. Petit re clarification issues with RMBS settlement (.7); review and revise same (.3); email D. Clark re same (.3). Email A. Levine re confidentiality issues (.1).	1.40	1,008.00
09/10/12	ECKSTEIN, KENNETH H.	Call w/MoFo re RMBS conference (.4)	0.40	396.00
09/10/12	ECKSTEIN, KENNETH H.	Prepare for RMBS status conference (1.0); o/c with D. Mannal and P. Bentley re: RMBS strategy (.4).	1.40	1,386.00
09/10/12	ECKSTEIN, KENNETH H.	Review status reports re RMBS discovery (2.4).	2.40	2,376.00
09/10/12	SHAIN, ALIYA	Update case calendar to reflect new RMBS status conference dates (.2)	0.20	57.00
09/11/12	NEUNDER, LISA	T/c and email with A. Levine concerning research (.1) research concerning RMBS claim analysis and precedent (3.2), and draft email concerning research (1.5).	4.80	1,584.00
09/11/12	PETTIT, LAURENCE	Review and respond to email from P. Bentley re analysis of put-back claims (0.3); review emails among P. Bentley, A. Levine, P. Kaufman re status of document review and related RMBS issues (0.3); review and respond to emails from P. Bentley and A. Levine re put-back claim analysis (0.5).	1.10	924.00
09/11/12	LEVINE, ADINA C	Conference with P. Bentley, A. Katz, P. Kaufman re: pending discovery issues (1.2); emails re: same with P. Bentley and P. Kaufman (2.2); t/c and email with L. Neunder re: RMBS research (.1); call with K. Coleman re: research (.7); email to J. Dunlap re research (.1); discussion with A. Katz re call with debtors (.2); email with K. Eckstein, P. Bentley re: RMBS contract defense (.2); email to K. Eckstein, P. Bentley, P. Kaufman, A. Katz re issues for follow-up from court conference (.7); review of research re RMBS claims (.5); create list of potential deponents (.5); respond to B. Madden email re privilege log (.3); create document for discovery conference and emails re same (.8).	7.50	5,137.50
09/11/12	ECKSTEIN, KENNETH H.	Correspondence with P. Bentley re RMBS discovery (.6)	0.60	594.00

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09/11/12	COLEMAN, KRISTEN A	Research for put back defense memo (7.7); calls with A. Levine re: research (.7); draft email memo re: research (2.2)	10.60	6,731.00
09/11/12	KAUFMAN, PHILIP	Conference with P. Bentley, A. Levine, A. Katz re discovery issues (1.2); emails with A. Levine re discovery (2.2); e-mails with J. Hoff and R. Wynne re: discovery issues and strategic matters (.9); telephone conference with R. Madden re: discovery issues (.6); analyze RMBD discovery research (2.1).	7.00	6,580.00
09/11/12	TRACHTMAN, JEFFREY S.	Emails with E. Daniels, P. Bentley, R. Ringer. A. Levine re: research developments re: RMBS (.8); review memos on RMBS research (.9).	1.70	1,513.00
09/11/12	BENTLEY, PHILIP	Prepare talking points for RMBS conference (1.4); conference with P. Kaufman/A. Levine/A. Katz (1.2) re pending discovery issues, emails with A. Levine, P. Kaufman, A. Katz re same (2.2); analyze RMBS pleadings (1.3), and conference with K. Eckstein re same (.5).	6.60	5,709.00
09/11/12	STACKPOOLE, ANNE	Organize 9019 production in electronic database.	0.80	236.00
09/11/12	WARSHALL-KATZ, ARIELLE	Meeting with P. Kaufman, P. Bentley, A. Levine re case strategy (1.2); emails with A. Levine, P. Kaufman, P. Bentley re same (1.6); emails with A. Stackpoole re productions (.5); draft list of deponents and key players (1); review documents produced by K. Patrick (1.9); review transcripts (.9); discussions with A. Levine re debtor production (.2).	7.30	5,110.00
09/11/12	DUNLAP, JEFFREY	Revised summary of RMBS litigation dockets (2.3); draft update to same (1.4); email to A. Levine re: case law on RMBS claims (.1); review and analyze case law re RMBS analysis and liability (2.1); email to K. Eckstein re: summaries (.1).	6.00	3,270.00
09/11/12	MELLIN, MICHAEL	Analyze RMBS documents in dataroom produced in discovery for analysis of proposed RMBS Settlement (2.0); emails aw/ A. Katz and A. Levine re: case law precedent review (.9).	2.90	1,841.50

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09/11/12	ZIDE, STEPHEN	Emails to P. Bentley in advance of RMBS hearing (.4). Emails with MoFo re document requests (.1); follow up with Moelis re same (.1).	0.60	432.00
09/11/12	SHAIN, ALIYA	Compile documents re: common interest privilege for S. Zide (.4).	0.40	114.00
09/11/12	ECKSTEIN, KENNETH H.	Review RMBS memos re discovery research (.7); conference with P. Bentley re: RMBS document production and discovery (.5).	1.20	1,188.00
09/12/12	LEVINE, ADINA C	Call with K. Coleman re: research issues (.7); communications with L. Neunder re: materiality (.2); emails with P. Bentley, J. Trachtman, J. Dunlap re research (.6); meetings with A. Katz and P. Kaufman re: case strategy (1.2); follow up discussions with P. Kaufman and A. Katz re same (1.8); emails with S. Zide and experts re discovery and document issues (.4). Review of materiality research (2.0); emails with P. Bentley and P. Kaufman re: coordinating discovery and 9019 research (3); create summary of discovery research re: same (1.8).	9.00	6,165.00
09/12/12	GUCCION, MARY K	Review Committee response to status report.	1.20	654.00
09/12/12	PETTIT, LAURENCE	Review emails from P. Bentley re discovery related to put-back claims analysis (0.2); review hearing transcript related to analysis of put-back issues (0.7); respond to emails from S. Zide, A. Levine re put-back analysis (.6).	1.50	1,260.00
09/12/12	NEUNDER, LISA	Research concerning RMBS claims analysis (5.6), and communications with A. Levine concerning same (.1)	5.70	1,881.00
09/12/12	COLEMAN, KRISTEN A	Call with A. Levine re: research issues (.7), edit memo re: put back claims (5); key cite and research cases re: RMBS claims analysis (2)	7.70	4,889.50

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09/12/12	KAUFMAN, PHILIP	Conference with R. Wynne and J. Hoff re: discovery issues and strategy (1.9); conferences with P. Bentley re: discovery matters (.8); review memoranda and cases on discovery questions (2.2); e-mails with R. Madden re: discovery issues (.7); telephone conference with P. Ryan re: discovery issues (.8); meeting with A. Katz and A. Levine re: case strategy (1.2); further discussions with A. Levine and A. Katz following hearing re: discovery (1.8).	9.40	8,836.00
09/12/12	TRACHTMAN, JEFFREY S.	TCs with Committee members re: RMBS developments (.9); emails with P. Bentley, J. Dunlap, A. Levine re: research (.6); review RMBS research memos (.8).	2.30	2,047.00
09/12/12	BENTLEY, PHILIP	Discs re RMBS claim analysis with P. Kaufman (0.8), experts (B. Cornell, A. Frankel, et al.) (1.2), and M. Mellin (0.5); review summary of open discovery points (2.0); review emails from A. Katz re production issues (.5); discussions with A. Katz re deposition prep (.7); emails with J. Dunlap re losses (.7).	6.40	5,536.00
09/12/12	STACKPOOLE, ANNE	Meet with M. Mellin regarding results of production and file storage analysis.	0.40	118.00
09/12/12	STACKPOOLE, ANNE	Review production analysis reports in preparation for meeting with M. Mellin.	1.50	442.50
09/12/12	STACKPOOLE, ANNE	Organize documents for A. Katz in preparation for meeting re discovery.	1.40	413.00
09/12/12	SIEGEL, CRAIG L	TC w/ A. Katz re discovery issues and document review	0.50	372.50
09/12/12	WARSHALL-KATZ, ARIELLE	Meeting and discussions with P. Kaufman and A. Levine re case strategy and discovery issues (1.2); discussions with same following hearing re discovery (1.8); prepare summary of discovery points (2.8); multiple discussions with associates re projects (1.7); emails with debtors, Ally, Gibbs & Bruns, t/c re production deficiencies (.8); discussions with P. Bentley re deposition preparation (.7); t/c with C. Siegel re: discovery and doc review (.5).	9.50	6,650.00

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09/12/12	DUNLAP, JEFFREY	Review and summarize relevant case law precedents (2.1); review Aegis settlement docs (1.9); emails to P. Bentley re: estimated lifetime losses (.4); Drafted summary of causation research (2.3)	6.70	3,651.50
09/12/12	MELLIN, MICHAEL	Analyze RMBS documents in dataroom produced in discovery for analysis of proposed RMBS Settlement (1.5); meeting w/ P. Bentley re: tolling agreements (.5); draft edits to tolling agreement summary (4.2); continue analysis of RMBS documents produced in discovery for analysis of proposed RMBS Settlement (2.0); meet with A. Stackpoole re: production (.4).	8.60	5,461.00
09/12/12	ZIDE, STEPHEN	Emails with Moelis, experts and A. Levine re discovery and document issues (.4).	0.40	288.00
09/12/12	ECKSTEIN, KENNETH H.	Call w/ Moelis to prep for meeting with Debtor re: RMBS (.8).	0.80	792.00
09/12/12	ECKSTEIN, KENNETH H.	Attend portion of call w/RMBS experts re RMBS claims analysis (1.0).	1.00	990.00
09/13/12	KAUFMAN, PHILIP	Telephone conferences with Cadwalader and Cleary re: discovery issues (1.2); e-mails with R. Madden re: discovery issues (1.3); review cases re: discovery questions (1.8); numerous e-mails with A. Levine, A. Katz, P. Bentley re: discovery and strategic matters (1.0); call with A. Levine re: Talcott production (.5); respond to emails re: drafting interrogatories from A. Levine (.8); discussions with A. Katz, A. Levine re strategy (1.5); tcs with P. Bentley, J. Trachtman, A. Levine re: research/discovery (.8).	8.90	8,366.00
09/13/12	LIU, GILBERT	Emails w/ L. Pettit re: put back liability and substitution theories.	0.20	163.00
09/13/12	NEUNDER, LISA	Research concerning New York contract law and RMBS issues.	5.80	1,914.00

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09/13/12	LEVINE, ADINA C	Discussions with A. Katz, P. Kaufman re: strategy (1.5); tcs with P. Bentley, J. Trachtman, P. Kaufman re discovery/research (.8); communications with A. Stackpoole re: Talcott Franklin production (.4); Review Talcott production (2.3); draft subpoena for K. Patrick, AFI (.5); call with K. Coleman re: research (.3); email to P. Kaufman and P. Bentley re: drafts of document requests and interrogatories (.3); draft second interrogatories (.8); and further emails to P. Bentley and A. Katz re: same (.8); call with P. Kaufman re: Talcott production (.5); draft submission for court hearing (2.7).	10.90	7,466.50
09/13/12	ECKSTEIN, KENNETH H.	C/w P. Bentley re discovery issues (.6)	0.60	594.00
09/13/12	COLEMAN, KRISTEN A	Research re: RMBS timing issues (2.4); update RMBS WIP list (1.7); case summaries re: material and adversely affect provision (1.7); calls with A. Levine re: research (.5); RMBS associate team meeting re: strategy/assignments with J. Dunlap, A. Katz, and others (1.3); call with A. Levine re: research (.3).	7.90	5,016.50
09/13/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman, A. Levine re: research, discovery.	0.80	712.00
09/13/12	BENTLEY, PHILIP	Emails from A. Levine re: drafting interrogatories (.8); c/w K. Eckstein re: discovery issues (.6); emails with S. Zide re RMBS open items (.4); emails with S. Zide re: Freddie Mac call (.5); tcs with P. Kaufman, A. Levine, J. Trachtman re research/discovery (.8); analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (2.0); review of RMBS discovery issues (1.3).	6.40	5,536.00
09/13/12	STACKPOOLE, ANNE	Multiple communications with A. Levine re database.	0.40	118.00
09/13/12	STACKPOOLE, ANNE	Attend part of RMBS associate meeting re strategy and assignments with J. Dunlap, M. Mellin, A. Katz, K. Coleman.	1.20	354.00

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09/13/12	WARSHALL-KATZ, ARIELLE	T/c with MBIA re discovery (.5); discussions with A. Levine, P. Kaufman re: strategy (1.5); emails with A. Levine re same (.7); emails with Debtors, Ally, Franklin, Gibbs and Bruns re: productions (1.8); correspondence with A. Levine and P. Bentley re same (1); correspondence with A. Stackpoole re database (.7); prep for (1.7) and attend meeting with RMBS associates including J. Dunlap, K. Coleman, M. Mellin re strategy and assignments (1.3)	9.20	6,440.00
09/13/12	DUNLAP, JEFFREY	Review Talcott Franklin cases and filings (3.4); summarize above (.4); collect Fremont case materials re: research (.7); create task list for A. Levine (.4); research re: causation issues (2.0); RMBS team meeting re: strategy with A. Stackpoole, K. Coleman, A. Katz, M. Mellin (1.3).	8.20	4,469.00
09/13/12	MELLIN, MICHAEL	Draft edit tolling agreement summary, and draft email re: same (6.5); RMBS associate team meeting re: strategy and assignments with J. Dunlap, K. Coleman, A. Stackpoole, A. Katz (1.3).	7.80	4,953.00
09/13/12	ZIDE, STEPHEN	Call with Freddie Mac re RMBS motion (.5); follow up with P. Bentley re same (.1). Emails with S. Hasan and MoFo re document discovery issues (.4). Emails with P. Bentley re open RMBS items (.4).	1.40	1,008.00
09/13/12	ECKSTEIN, KENNETH H.	Review draft status conference report and discovery status (.7)	0.70	693.00
09/13/12	MIRVIS, DORI Y	Research case law re: Emergency Motions to Compel (.6). Revise summary chart re: same (.5); Research case law re: Bar dates (.5)	1.60	776.00
09/14/12	LIU, GILBERT	Review of UCC Interrogatories and document requests (0.4))	0.40	326.00
09/14/12	PETTIT, LAURENCE	Call with P. Bentley regarding substitution provisions (0.5); send email to P. Bentley summarizing analysis of arguments on put-back remedy as related to substitution portion of the remedy (0.5); confer with G. Liu re repurchase and substitution mechanics (0.2).	1.20	1,008.00

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09/14/12	LEVINE, ADINA C	E-mails with A. Katz re document request (.5); call with A. Stackpoole re: Talcott Franklin document production (.5); e-mails to K. Coleman, J. Dunlap, M. Mellin re: tentative schedule, e-mails from P. Bentley and Laurence Petit re: statute of limitations research, e-mail to J. Dunlap re: New Century, e-mail to L. Neunder re: research (.5); e-mail from A. Stackpoole, A. Katz re: production (.2).	1.70	1,164.50
09/14/12	KAUFMAN, PHILIP	Conference calls with Cadwalader, Jones Davis, and Cleary Gottlieb re: discovery issues and strategy (1.4); telephone conference and e-mails with MoFo re: discovery issues (.4); review debtors' responses to document requests and interrogatories (3.9); meet with P. Bentley, D. Mannal, S. Zide, A. Warshall-Katz and K. Eckstein re RMBS discovery issues (2.1).	7.80	7,332.00
09/14/12	COLEMAN, KRISTEN A	Draft emails re: RMBS research (1.5); meeting with M. Mellin re: factual background overview (1.3); review pleadings re proposed RMBS Settlement Agreement (1.2); research re: RMBS claims analysis (2.6); analyze Talcott Franklin production (.4).	7.00	4,445.00
09/14/12	ZIDE, STEPHEN	Meet with K. Eckstein, P. Kaufman, P. Bentley, A. Warshall-Katz, and D. Mannal re status of open RMBS issues and prepetition for status conference (2.1); emails with expert re document retrieval issues and emails with MoFo re same (.6); follow up emails with P. Bentley re same (.2).	2.90	2,088.00
09/14/12	BENTLEY, PHILIP	Meet with K. Eckstein, A. Warshall-Katz, D. Mannal, S. Zide and P. Kaufman re pending RMBS issues (2.1); review RMBS discovery issues (.9), prep new discovery requests (2.3); analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (2.0); analyze RMBS research re: claims analysis (2.2); discs L. Pettit re same (0.5); discussion with A. Warshall-Katz re: second document request (0.5).	10.50	9,082.50
09/14/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman, A. Levine re discovery issues.	0.70	623.00

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09/14/12	LIU, GILBERT	Further review of UCC Interrogatories and document requests (0.5); Review of 9019 objections (0.4); Review of Analytic focus correspondence (0.3)	1.20	978.00
09/14/12	WARSHALL-KATZ, ARIELLE	Prep for (.5) and meet with K. Eckstein, P. Bentley, S. Zide, P. Kaufman and D. Mannal re discovery (2.1); draft second document requests and interrogatories (1.5); email debtors and committee re same (.4); discussions with P. Bentley re same (.5); draft submission to court re discovery (2.2); review production summaries (3.0).	10.20	7,140.00
09/14/12	STACKPOOLE, ANNE	Communications with Talcott Franklin regarding supplemental files for their document production.	0.50	147.50
09/14/12	STACKPOOLE, ANNE	Communications with A. Levine regarding document request directed to Talcott Franklin.	0.50	147.50
09/14/12	STACKPOOLE, ANNE	Organize database search results for A. Levine's review.	3.80	1,121.00
09/14/12	STACKPOOLE, ANNE	Coordinate imports of Debtor's production.	0.50	147.50
09/14/12	STACKPOOLE, ANNE	Run searches (.8) and organize documents (.5) for attorney review.	1.30	383.50
09/14/12	DUNLAP, JEFFREY	Email to A. Katz and A. Levine summarizing new MoFo production (.2); research re: causation issues (2.9); review materials re: same (1.3); review (.4) and summarize (.4) RMBS precedent; review Talcott Franklin production (4.1).	9.30	5,068.50
09/14/12	MANNAL, DOUGLAS	Prep for (.6) and meet with K. Eckstein, S. Zide, P. Bentley, A. Warshall-Katz and P. Kaufman re response to Debtors' advisory issues and scheduling order status update (2.1).	2.70	2,133.00
09/14/12	MELLIN, MICHAEL	Analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (2.2); meeting w/ K. Coleman re: factual background (1.3).	3.50	2,222.50
09/14/12	CHO, DANNIE	Analyze case filings re: RMBS settlement (3.0) and RMBS obligations (1.0).	4.00	2,540.00
09/14/12	ECKSTEIN, KENNETH H.	Attend portion of meeting with P. Bentley, A. Warshall-Katz, P. Kaufman, D. Mannal, S. Zide, and P. Kaufman re RMBS discovery issues (2.0).	2.00	1,980.00

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09/15/12	KAUFMAN, PHILIP	Continue analysis of Debtors' responses to document requests and interrogatories (1.5); review legal memos (2.6) and cases (1.8) on RMBS settlement analysis.	5.90	5,546.00
09/15/12	COLEMAN, KRISTEN A	Analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (1.5); analyze Talcott Franklin production re: same (2.6).	4.10	2,603.50
09/15/12	BENTLEY, PHILIP	Draft emails to A. Katz, A. Levine, P. Kaufman and K. Eckstein re issues with RMBS settlement analysis.	0.90	778.50
09/15/12	LEVINE, ADINA C	Research re: negotiations between lawyers (.2); e-mails with P. Kaufman re: status of production, e-mail from P. Bentley re: research on attorney deposition, e-mail to M. Mellin and A. Katz re: same (.3).	0.50	342.50
09/15/12	WARSHALL-KATZ, ARIELLE	Draft (2.0) and revise (1.0) status report and discovery status chart; email P. Bentley re same (.2).	3.20	2,240.00
09/15/12	DUNLAP, JEFFREY	Review (2.0) and summarize (2.2) Talcott Franklin production.	4.20	2,289.00
09/16/12	KAUFMAN, PHILIP	Emails with K. Eckstein, P. Bentley, and T. Princi re: discovery issues legal analysis, and strategic matters (1.6); review relevant case law received from A. Levine (1.5); analyze same (1.0).	4.10	3,854.00
09/16/12	BENTLEY, PHILIP	Prepare update to court re RMBS discovery (2.5).	2.50	2,162.50
09/16/12	LEVINE, ADINA C	Research re: discovery issues (3.1); e-mails with P. Bentley re: same (.2); emails to K. Eckstein re: same (.4).	3.70	2,534.50
09/16/12	WARSHALL-KATZ, ARIELLE	Review documents re: 9019 settlement (1.8).	1.80	1,260.00
09/17/12	GUCCION, MARY K	Review Sillman Declaration (.8)	0.80	436.00
09/17/12	GUCCION, MARY K	Conference with D. Mannal re strategy.	0.10	54.50
09/17/12	NEUNDER, LISA	Research concerning contractual issues re: RMBS settlement.	7.10	2,343.00

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09/17/12	PETTIT, LAURENCE	Review emails from P. Bentley re status of document production in RMBS Settlement Agreement analysis (0.4); review summary of documents produced by Debtors re: same (0.6); review second discovery requests (0.3); exchange emails with S. Hasan of Moelis re compilation of all documents related to put-back (0.3).	1.60	1,344.00
09/17/12	KAUFMAN, PHILIP	Draft e-mails to Debtors' counsel re: RMBS discovery (1.6); conference call with Debtors' counsel re: same (1.7); conferences with P. Bentley and D. Mannal re: analysis and strategy (.4); analyze documents produced in response to discovery requests (5.1); e-mails with P. Ryan (Kirkland) re: discovery (.3)	9.10	8,554.00
09/17/12	BENTLEY, PHILIP	Conference call with T. Princi/J. Levitt (1.5) and discs S. O'Neal (0.4) and D. Mannal/P. Kaufman (0.4) re pending RMBS issues; revise RMBS status Report (2.1).	4.40	3,806.00
09/17/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman re discovery issues.	0.50	445.00
09/17/12	DUNLAP, JEFFREY	Summarize Talcott Franklin production.	3.90	2,125.50
09/17/12	MANNAL, DOUGLAS	Legal research re RMBS 9019 Settlement (5.3); meeting with P. Bentley, P. Kaufman re: discovery and strategy (.4); conference with M. Guccion re strategy (.1); review draft status report re: same (2.0).	7.80	6,162.00
09/17/12	CHO, DANNIE	Analyze RMBS industry practices (3.5); analyze monoline and repayment warranty liabilities (4.5).	8.00	5,080.00
09/17/12	MELLIN, MICHAEL	Analyze RMBS documents produced in discovery for analysis of proposed RMBS Settlement (4.1); draft summary of analysis re: same (1.2); draft summary of RMBS-related agreements (.6); draft emails to P. Bentley re: same (.2).	6.10	3,873.50
09/17/12	GUCCION, MARY K	Review RMBS memo by A. Levine.	1.40	763.00
09/18/12	NEUNDER, LISA	Research concerning contract interpretation (5.2); research re: RMBS discovery issues (3.0).	8.20	2,706.00

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09/18/12	ZIDE, STEPHEN	Review emails re status of RMBS issues (.5), call with K. Eckstein, R. Ringer, P. Bentley, P. Kaufman, J. Trachtman and D. Mannal re: same (.7).	1.20	864.00
09/18/12	COLEMAN, KRISTEN A	Analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (5.1); summarize documents from debtor production (1.2); research re: discovery issues (1.3); draft email to A. Levin re: same (.5); organize and compile documents from production (.5); analyze summary re: Kathy Patrick documents (.9)	9.50	6,032.50
09/18/12	BENTLEY, PHILIP	Review debtors' RMBS Report (1.0); prepare response to status report (2.1); review MBIA/FGIC status reports (2.5); prepare for RMBS status conference (2.4); conference call with S. Zide, K. Eckstein, D. Mannal, J. Trachtman, P. Bentley, P. Kaufman re: same (.7); meeting with A. Katz re: discovery issues (1.0); discussion with A. Katz re: status report (.8).	10.50	9,082.50
09/18/12	KAUFMAN, PHILIP	Analysis of status reports by Debtors and MBIA re: RMBS (2.2); comment on UCC's status report (2.4); review memos and cases re: RMBS research (4.3); telephone conferences with Cadwalader and Jones Day re: same (.8); e-mails with R. Madden re: same (.3); call with D. Mannal, K. Eckstein, P. Bentley, S. Zide, J. Trachtman and R. Ringer re: RMBS status conference (.7).	10.70	10,058.00
09/18/12	CHO, DANNIE	Discussions with MBIA re discovery issues (.6); emails with P. Bentley re same (.1); draft status report for discovery conference and chart (3.8); finalize same for filing (2.0); correspondence with P. Bentley re same (.8); draft talking points for court conference (3.4); call with K. Eckstein, P. Kaufman, P. Bentley, D. Mannal, A. Levine re court conference (.7); prep re same (.8)	12.20	7,747.00

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09/18/12	LEVINE, ADINA C	Conference call with K. Eckstein, P. Bentley, P. Kaufman, S. Zide, A. Katz, D. Mannal re: conference tomorrow (.7); e-mails with A. Katz and P. Kaufman re: Talcott Franklin production (.3); review Committee status report, review debtor status report (.5); review of talking points (.7).	2.20	1,507.00
09/18/12	TRACHTMAN, JEFFREY S.	Emails with R. Ringer, P. Bentley re: status report and discovery issues (.2); conference call with D. Mannal, S. Zide, K. Eckstein, P. Bentley, P. Kaufman re: RMBS schedule (.7).	0.90	801.00
09/18/12	WARSHALL-KATZ, ARIELLE	Discussions with MBIA re discovery issues (.6); meeting and discussions with P. Kaufman re same (1); draft status report for discovery conference and chart (3.8); finalize same for filing (2.0); discussions with P. Bentley re same (.8); draft talking points for court conference (2.5); call with K. Eckstein, P. Kaufman, P. Bentley, D. Mannal, A. Levine re court conference (.7); prep re same (.8)	12.20	8,540.00
09/18/12	STACKPOOLE, ANNE	Organize RMBS documents in preparation for review and analysis.	2.80	826.00
09/18/12	STACKPOOLE, ANNE	Review and organize board meeting minutes and materials produced for RMBS analysis.	3.20	944.00
09/18/12	VANARIA, HUNTER	Review status report response (.5); revise same (.3); Prepare and file status report response (.6); arrange for service of same (.2).	1.60	496.00
09/18/12	DUNLAP, JEFFREY	Draft brief insert re: summaries of RMBS settlements (1.3); summarize Debtors' RMBS 9019 production (6.8).	8.10	4,414.50
09/18/12	MANNAL, DOUGLAS	Prep for (.9) and attend conference call with K. Eckstein, J. Trachtman, P. Kaufman and S. Zide re RMBS scheduling order (.7); email with R. Wynne re same (.2); review comments to status report pleading (.9); review discovery emails and production of RMBS docs (2.7); review Ally status update (.5)	5.90	4,661.00
09/18/12	MELLIN, MICHAEL	Preparation for meeting re: factual case background (1.3); review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (5.0).	6.30	4,000.50
09/18/12	ECKSTEIN, KENNETH H.	Call with P. Bentley, D. Mannal, J. Trachtman, P. Kaufman and S. Zide re: RMBS settlement analysis (.7); review RMBS status reports (.5).	1.20	1,188.00

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09/19/12	NEUNDER, LISA	Background meeting with M. Mellin, J. Dunlap, K. Coleman, D. Cho, A. Miller concerning upcoming discovery projects (1.2), and research concerning RMBS discovery issues (6.6).	7.80	2,574.00
09/19/12	KAUFMAN, PHILIP	Meeting with K. Eckstein, D. Mannal and P. Bentley re: RMBS discovery (.9); conferences with committee members' counsel re: discovery and strategic matters (.9).	1.80	1,692.00
09/19/12	MILLER, ASHLEY S	Meet with M. Mellin, L. Neunder, D. Cho re RMBS discovery (1.2); draft summary of same (.1).	1.30	773.50
09/19/12	COLEMAN, KRISTEN A	Team meeting with L. Neunder, A. Katz, D. Cho, M. Mellin re: RMBS (1.2); draft conference summary (1.1); analysis of RMBS documents (6.2)	8.50	5,397.50
09/19/12	WARSHALL-KATZ, ARIELLE	Meeting with K. Eckstein, P. Kaufman, P. Bentley, A. Levine re: RMBS settlement analysis (.9); meetings with K. Coleman, M. Mellin, D. Cho, L. Neunder, A. Miller re: discovery and document review (1.2); discussions with A. Stackpoole re: same (.5); review deposition notices (.6); discussions with P. Bentley and K. Eckstein re: revised 9019 schedule (.5); review deposition notices (.6); discussions with P. Bentley and K. Eckstein re: revised 9019 schedule (.5); review summaries of debtors' production (1.1); emails with M. Mellin, A. Miller and K. Coleman re: document review (.8).	6.70	4,690.00
09/19/12	CHO, DANNIE	Analyze RMBS industry practices and debtor's corporate structure (4.8); analyze put-back claims and liabilities (5.0).	9.80	6,223.00
09/19/12	BENTLEY, PHILIP	Meeting with A. Katz and K. Eckstein (.5) re: 9019 schedule and discussions with K. Eckstein, D. Mannal and P. Kaufman re: RMBS discovery and next steps (.9); analyze RMBS discovery issues (3.1); conference call with J. Levitt and D. Clark re: revised 9019 schedule (1.0); review revised RMBS 9019 schedule (1.2); emails with MoFo re: same (.7); emails with Committee members re: same (.7).	8.10	7,006.50

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09/19/12	LEVINE, ADINA C	Email to K. Coleman, M. Mellin, J. Dunlap re: next steps (.3); draft deposition notices (1.3); email to P. Bentley and P. Kaufman re: production index, review MBIA complaint (.5); review Ally board minutes (.5); meet with K. Coleman, A. Katz, A. Stackpoole re: next steps (1.2); emails with R. Wynne re: proposed scheduling (.5); meeting with P. Kaufman, P. Bentley, K. Eckstein, A. Katz, D. Mannal re: proposed schedule (.9); draft deposition notices and subpoena (.7); correspondence with A. Katz re: claw back request (.5); draft email to Debtors, email to K. Eckstein re: deposition notices (.1).	6.50	4,452.50
09/19/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Coleman, A. Levine re discovery schedule and assignments.	0.60	534.00
09/19/12	DUNLAP, JEFFREY	Reviewed debtors' production in connection with RMBS 9019 motion.	4.10	2,234.50
09/19/12	STACKPOOLE, ANNE	Organize board meeting minutes and materials in preparation for attorney review re: RMBS.	4.20	1,239.00
09/19/12	STACKPOOLE, ANNE	Meeting with A. Katz regarding plans for proceeding with witness outlines.	0.50	147.50
09/19/12	STACKPOOLE, ANNE	Organize documents for M. Mellin review.	1.80	531.00
09/19/12	SCHULMAN, BRENDAN M.	Discussion M. Checo and D. Krabill re document review strategy and review platform strategy (0.4); telephone call M. Mellin re same (0.3); voicemail from A. Levine re document review (0.1).	0.80	600.00
09/19/12	MELLIN, MICHAEL	Preparation for (.3) and meeting with K. Coleman, J. Dunlap, A. Miller, D. Cho, A. Gil re: factual background (1.2); RMBS team meeting w/ A. Levine, A. Katz, K. Coleman, A. Stackpoole re: discovery (.8); review and analysis of documents (5.6); call with B. Schulman re: same (.3).	8.20	5,207.00
09/19/12	ECKSTEIN, KENNETH H.	Meeting with A. Katz and P. Bentley re: RMBS 9019 schedule (.5); attend portion of meeting with P. Bentley and P. Kaufman re: same (.7).	1.20	1,188.00
09/20/12	MILLER, ASHLEY S	Review emails re: RMBS settlement analysis (1.5); prepare chronology of debtor's production (1.5); meeting with D. Cho and M. Mellin re: same (1.0).	4.00	2,380.00

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09/20/12	NEUNDER, LISA	Research concerning damages (1.9); and review 9019 motions (2.0).	3.90	1,287.00
09/20/12	COLEMAN, KRISTEN A	Analysis of debtor production (4.5), Kathy Patrick production (1.8) and Talcott Franklin production (1.7); calls with A. Levine re: scheduling (.4); emails with M. Mellin and J. Dunlap re: document review, scheduling, work product chronology (1.5); correspondence with L. Neunder re: research (.2)	10.10	6,413.50
09/20/12	CHO, DANNIE	Meetings with M. Mellin and A. Miller regarding settlement negotiations (1.0); analysis of RMBS settlement agreement (5.5); summarize analysis of same (3.2); analyze RMBS industry practices (1.5).	11.20	7,112.00
09/20/12	BENTLEY, PHILIP	Conference call with experts re: RMBS analysis (1.2); call with J. Levitt/D. Rains re: same (1.5), analyze discovery research issues (2.7); analyze documents produced by debtors (3.5); discussions with A. Katz re: scheduling order (1.2).	10.10	8,736.50
09/20/12	LEVINE, ADINA C	Review of BofA case (.4); call with K. Coleman re: scheduling (.5); revise deposition notices (1.0); draft designation form (.5); emails with P. Bentley, P. Kaufman re: custodians of emails (.5); draft expert designations (.9); call with P. Kaufman re: White and Case subpoena (.3); draft same (1.3); emails with M. Mellin and K. Coleman re: deposition notices (.5); email to L. Neunder re: research, email to M. Mellin, J. Dunlap, K. Coleman re: new document production (.5); email to P. Kaufman re: White and Case subpoena, email to White and Case with subpoena (.5); email to Ally re: deposition notice (.2); draft insert for motion to compel/motion to quash (.3); emails from B. Madden re: motion to compel/motion to quash, emails from Kathy Patrick re: same, emails from P. Kaufman re: same (.5); call with Debtors re: deposition notices (.3); correspondence with K. Coleman re: motion to quash/compel, email with J. Hoff re: depositions (.4); emails with A. Katz re privilege log, email to P. Kaufman and P. Bentley re: same (.5).	9.10	6,233.50

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09/20/12	PETTIT, LAURENCE	Review update emails from P. Bentley, I. Holt, and S. Hasan re RMBS discovery and loan files (0.4); call with S. Hasan re same (0.1); review documents governing put-back claims (1.1); review prospectus supplement for certain trust documents (0.3).	1.90	1,596.00
09/20/12	KAUFMAN, PHILIP	Conference call with Experts re: RMBS analysis (1.2); calls with Gibbs and Bruns (.4) and Debtors' counsel (.3) re: same; call with A. Levine re: subpoenas (.3); emails with A. Levine re: same (.8); review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (1.0); review memo summarizing same (.7); conference with A. Katz and D. Mannal re: RMBS strategy (.7).	5.40	5,076.00
09/20/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Eckstein, A. Levine re: research and experts (.8); attend expert conference call (1.2); review hearing transcript re RMBS analysis (.5)	2.50	2,225.00
09/20/12	STACKPOOLE, ANNE	Organize documents produced in connection with RMBS 9019 motion.	7.20	2,124.00
09/20/12	STACKPOOLE, ANNE	Organize documents in preparation for D. Mannal's review.	3.40	1,003.00
09/20/12	STACKPOOLE, ANNE	Communications with A. Katz in preparation for supplemental document requests.	0.70	206.50
09/20/12	DUNLAP, JEFFREY	Reviewed Talcott Franklin production (2.0); Reviewed Debtors' production (2.5); discussions with K. Coleman and M. Mellin re: same (1.5)	6.00	3,270.00
09/20/12	SCHULMAN, BRENDAN M.	Discussion with A. Levine re document review issues and platform-related questions (0.4).	0.40	300.00
09/20/12	WARSHALL-KATZ, ARIELLE	Emails with A. Levine and P. Kaufman re: outstanding discovery issues (1.3); review hearing transcripts re: same (.8); legal research re: discovery issues (4.2); discussions with P. Bentley re: revised scheduling order (1.2); meeting with D. Mannal and P. Kaufman re: RMBS issues and strategy (.7); discussions with A. Stackpoole re: discovery (.7).	8.90	6,230.00
09/20/12	MANNAL, DOUGLAS	Meet with A. Katz and P. Kaufman re: RMBS schedule (.7); review analysis of discovery research (3.2); review scheduling order (.8)	4.70	3,713.00

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09/20/12	MELLIN, MICHAEL	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (4.7); draft chronology and index of same (4.7); discussion with K. Coleman and J. Dunlap re: same (1.5); meeting with D. Cho and A. Miller re: Settlement negotiations (1.0).	11.90	7,556.50
09/20/12	ECKSTEIN, KENNETH H.	Conference call with P. Bentley, P. Kaufman re: RMBS analysis.	1.20	1,188.00
09/21/12	NEUNDER, LISA	Research surveying RMBS claims.	8.20	2,706.00
09/21/12	MILLER, ASHLEY S	Prepare chronology of debtor's production.	6.70	3,986.50
09/21/12	LEVINE, ADINA C	Draft motion to compel (1.2); conversations with P. Kaufman re: same (.4); e-mails with P. Bentley, P. Kaufman, D. Krabill and A. Stackpoole re: metadata (.4); e-mail with J. Dunlap and M. Mellin re: Kathy Patrick production (.2); call with P. Kaufman and A. Katz re: RMBS Status court conference (.4); e-mails to Kurt and B. Schulman re: settlement communications, call with A. Katz re: motion to compel (.5).	3.10	2,123.50
09/21/12	BENTLEY, PHILIP	Emails with debtors (.8) and Committee members (.7) and P. Kaufman and A. Levine (.8) re: RMBS Scheduling order; discussions with J. Levitt (.5) and P. Kaufman (.4) and conference calls with investors/debtors (.4), trustees/debtors (.8) and committee members (1.0) re: same; conference call with K. Eckstein re: scheduling issues (.6).	6.00	5,190.00
09/21/12	PETTIT, LAURENCE	Review Assignment Agreements re: put-back liability (0.7); discuss same issue with G. Liu (0.3); prepare response to same (0.3); analyze scope of reps and warranties provided by RFC and GMACM (1.0).	2.30	1,932.00
09/21/12	KAUFMAN, PHILIP	Discussion with A. Levine re: motion to compel (.4); call with A. Levine and A. Katz re: RMBS status conference (.4); discussion with P. Bentley re: scheduling order (.4); discussion with A. Katz re: motion to compel (.8); review research re: same (1.5).	3.50	3,290.00
09/21/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Eckstein re schedule (.5); analyze research re RMBS settlement (.8).	1.30	1,157.00

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09/21/12	LIU, GILBERT	Correspondence w/P. Bentley re: reps and warranties and loan seller obligations (0.2); Confer w/L. Pettit re: RMBS structures (0.3); Review of PSA and AAs re: put back liability (.3); review of L. Pettit email memo regarding obligations of loan sellers (0.3).	1.10	896.50
09/21/12	COLEMAN, KRISTEN A	Review debtor's production (2.2); call with M. Mellin and J. Dunlap re: same (.5); analysis of Ally production and MoFo production (5.5); draft list of key player's for document review (1.2); emails with J. Trachtman re: RMBS research issues (.9).	10.30	6,540.50
09/21/12	DUNLAP, JEFFREY	Review Debtors' production(6.4); emails with A. Levine re: production issues (.4); summarize relevant documents from production for chronology (3.1); call with K. Coleman and M. Mellin re production issues (.5).	10.40	5,668.00
09/21/12	WARSHALL-KATZ, ARIELLE	Prepare for RMBS status conference (1.2); discussions with P. Kaufman re: motion to compel (.8); emails re same (1); emails with G&B re same (.5); review board materials (.8); legal research for motion to compel (5.2).	9.50	6,650.00
09/21/12	MANNAL, DOUGLAS	Review BoA complaint (1.4)	1.40	1,106.00
09/21/12	CHO, DANNIE	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (5.0); summarize analysis of documents from 9019 production (3.2); analyze RMBS industry practices (1.2); draft chronology of pertinent settlement events. (1.5)	10.90	6,921.50
09/21/12	MELLIN, MICHAEL	Analysis of RMBS documents (4.7); call with K. Coleman and J. Dunlap re production issues (.5).	5.20	3,302.00
09/21/12	ECKSTEIN, KENNETH H.	Review issues re RMBS schedule (.2); conference w/P. Bentley re same (.6)	0.80	792.00
09/22/12	BENTLEY, PHILIP	Conference call with debtors/investors/trustees re scheduling order (1.0); t/c with G. Siegel re same (0.4); revisions to same (2.8); review draft motion to compel (1.5).	5.70	4,930.50
09/22/12	LEVINE, ADINA C	Draft Motion to Compel Settlement Communications for Rule 9019 Motion (3.4); emails with P. Kaufman re same (.4).	3.80	2,603.00

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09/22/12	KAUFMAN, PHILIP	Revise draft motion to compel production of documents (2.8); e-mails with A. Levine and A. Katz re: same (.5); e-mails with P. Bentley and D. Mannal re: scheduling issues (.7)	4.00	3,760.00
09/22/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, A. Levine, D. Mannal re scheduling order.	0.80	712.00
09/22/12	WARSHALL-KATZ, ARIELLE	Legal research re 9019 discovery (3.0); research re motion to compel (2.8).	5.80	4,060.00
09/22/12	COLEMAN, KRISTEN A	Draft chronology of key documents	2.50	1,587.50
09/22/12	MANNAL, DOUGLAS	Email with Committee members re RMBS discovery and doc requests (.9); emails with P. Bentley and P. Kaufman re scheduling order (.7).	1.60	1,264.00
09/22/12	CHO, DANNIE	Review and analyze RMBS Settlement Agreements (4.0); summarize analysis of same (2.8); analyze RMBS industry practices (0.8); draft chronology of pertinent settlement events (1.4).	9.00	5,715.00
09/23/12	BENTLEY, PHILIP	Emails with P. Kaufman and D. Mannal re scheduling order negotiations (.6); revise scheduling order (1.2).	1.80	1,557.00
09/23/12	LEVINE, ADINA C	E-mail to A. Katz re: motion to compel, call with A. Katz re: same, e-mail to P. Kaufman re: motion to compel, e-mail to K. Coleman, M. Mellin, J. Dunlap re: hot docs list	0.50	342.50
09/23/12	KAUFMAN, PHILIP	Emails with A. Levine and A. Katz re motion to compel (.6); emails with P. Bentley re scheduling order (.6); review motion to compel (.7).	1.90	1,786.00
09/23/12	WARSHALL-KATZ, ARIELLE	Legal research re motion to compel (3.5); draft motion to compel (7.2); discussion w/ A. Levine re motion to compel (.5); emails with A. Levine and P. Kaufman re same (.5).	11.70	8,190.00
09/23/12	DUNLAP, JEFFREY	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.0); summarize same (2.5); draft chronology of same (3.0).	7.50	4,087.50
09/23/12	COLEMAN, KRISTEN A	Draft chronology of key documents.	3.50	2,222.50

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09/23/12	CHO, DANNIE	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (3.5); summarize analysis of same (2.8); analyze motion to compel (.9); analyze response to same (.7); research re issues with same (4.2).	12.10	7,683.50
09/24/12	STACKPOOLE, ANNE	Organize Talcott Franklin files for attorney review.	0.50	147.50
09/24/12	MILLER, ASHLEY S	Prepare chronology of debtor's production.	1.10	654.50
09/24/12	NEUNDER, LISA	Research concerning RMBS liability.	2.50	825.00
09/24/12	LEVINE, ADINA C	Review of A. Katz's draft motion to compel (.5); review of memo re: Rule 9019 cases (.3); revisions to Motion to Compel (2.6); conversation with A. Katz re: motion to compel (.3); conversations with P. Kaufman re: motion to compel (.3); review of BofA case docket and e-mail to D. Mannal and P. Bentley re: same (.5); research motion to compel (2.5); e-mails with P. Bentley, P. Kaufman and A. Katz re: discovery issues (.5); draft deposition notices for board of directors (.5); conversation with P. Kaufman re: motion to compel and deposition notices (.4); emails with L. Neunder re: standard of discovery in bankruptcy court, review of cases re: same (.3); meeting with P. Kaufman and A. Katz re: motion to compel, (.4); revisions to motion to compel (1); e-mails from R. Ringer and A. Katz re: motion to compel, e-mail to Jonathan Hoff, Howard Sidman re: motion to compel (.2).	10.30	7,055.50
09/24/12	KAUFMAN, PHILIP	Revise motion to compel production of documents (5.6); discussion with A. Levine re same (.3); follow up discussion with A. Levine re same and deposition notices (.4); meeting with A. Levine and A. Katz re same (.4); emails with A. Katz and P. Bentley re same (.8); discussion with A. Katz re same (.8).	8.30	7,802.00
09/24/12	BENTLEY, PHILIP	Engage in negotiations with MoFo, RMBS Trustees re: scheduling order (3.6); review draft motion to compel (1.0); review emails from A. Levine re discovery issues (.5); and discs K. Eckstein re same (0.6).	5.70	4,930.50
09/24/12	ECKSTEIN, KENNETH H.	Review motion to compel discovery from K. Patrick re: 9019 motion (.8)	0.80	792.00

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09/24/12	DUNLAP, JEFFREY	Draft chronology of RMBS settlement (2.1); email to A. Stackpoole re: assembling binders (.1); Summarize relevant docs for chronology (2.7); review documents for motion to compel (1.3).	6.20	3,379.00
09/24/12	COLEMAN, KRISTEN A	Locate hot documents re: motion to compel (2.4); compile list of documents for motion to compel (1.3); draft chronology of hot documents (4.5); review A. Miller's compilation of documents from Ally review (1.3); review list of Ally custodians (.6).	10.10	6,413.50
09/24/12	MANNAL, DOUGLAS	Revise list of search terms (.7); TCF/email with A. Katz re same (.2)	0.90	711.00
09/24/12	STACKPOOLE, ANNE	Organize key settlement documents in preparation for attorney meeting.	6.50	1,917.50
09/24/12	STACKPOOLE, ANNE	Communications with K. Coleman in preparation for RMBS meeting.	0.70	206.50
09/24/12	STACKPOOLE, ANNE	Review tagged documents in ResCap production database re attachments and files.	3.20	944.00
09/24/12	WARSHALL-KATZ, ARIELLE	Revise motion to compel (4.2); discussion with A. Levine re same (.3); legal research and analysis re same (4.5); emails with P. Bentley and P. Kaufman re same (.8); discussions with P. Kaufman re same (.8); multiple emails with K. Coleman, D. Cho, M. Mellin re document review (1.5); t/c w/ D. Mannal re search terms (.2).	12.30	8,610.00
09/24/12	RINGER, RACHAEL L	Assist with notice of motion to compel, e-mails with A. Levine and A. Katz re: same (.5)	0.50	272.50
09/24/12	CHO, DANNIE	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (3.2); summarize analysis of same (2.6); analyze motion to compel (2.0); research case law re same (.8); emails with A. Katz re same (.3).	8.90	5,651.50
09/24/12	ECKSTEIN, KENNETH H.	Call w/ bondholder re RMBS issues (.6); conference call w/committee members re same (1.0).	1.60	1,584.00
09/24/12	ECKSTEIN, KENNETH H.	O/c P. Bentley re RMBS discovery issues (.6).	0.60	594.00
09/24/12	MIRVIS, DORI Y	Research case law re: 9019 statements (.6); Revise summary chart re: same (.4).	1.00	485.00

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09/25/12	COLEMAN, KRISTEN A	Prep for factual presentation to the team with M. Mellin and J. Dunlap (2.3); review key documents (1.3); attend RMBS team meeting with P. Bentley, P. Kaufman, A. Katz, A. Levine, L. Neunder, J. Dunlap and M. Mellin re: production, fact presentation (2.0); document review and analysis re RMBS settlement analysis (3.1).	8.70	5,524.50
09/25/12	NEUNDER, LISA	Attend meeting with J. Trachtman. K. Eckstein, P. Kaufman, A. Katz, A. Levine, A. Miller, J. Dunlap, M. Mellin and K. Coleman re: productions, fact presentation (2.0); survey of case law concerning RMBS (2.6), and research concerning RMBS settlement issues (4.7).	9.30	3,069.00
09/25/12	MILLER, ASHLEY S	Attend portion of meeting with J. Trachtman. K. Eckstein, P. Kaufman, A. Katz, A. Levine, A. Miller, J. Dunlap, M. Mellin and K. Coleman re: fact presentation and production.	1.70	1,011.50
09/25/12	PETTIT, LAURENCE	Calls with A. Barrage of Debtors' counsel regarding draft omnibus PSA amendment (0.4); review draft omnibus PSA amendment dealing with permitted advance facilities and compare to requirements in NationStar APA (0.7); email to D. Mannal re same and missing waiver of set-off language (0.2); calls with P. Bentley regarding put-back claim issues (0.2); call with D. Beasley of Debtors' counsel regarding terms of omnibus PSA amendment (0.2); draft email to D. Mannal and S. Zide regarding analysis of omnibus PSA amendment (0.9).	2.60	2,184.00
09/25/12	BENTLEY, PHILIP	Review and analyze relevant RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (3.9); and conference call with experts re same (1.5); attend RMBS team meeting with K. Eckstein, P. Kaufman, A. Katz, other associates re: production, fact presentation (2.0); meet with K. Eckstein re: RMBS discovery issues (1.5); call with L. Pettit re: put back claim issues (.2)	9.10	7,871.50

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09/25/12	TRACHTMAN, JEFFREY S.	Attend RMBS team meeting with P. Kaufman, K. Eckstein, A. Levine, A. Katz, M. Mellin and K. Coleman re: productions, fact presentation (2.0); emails w/ P. Bentley, A. Levine, K. Eckstein re RMBS settlement analysis and 9019 issues (.9), review chronology and RMBS materials, transcript (1.8).	4.70	4,183.00
09/25/12	ECKSTEIN, KENNETH H.	Attend part of meeting with R. Ringer and P. Bentley re RMBS discovery issues (1.2); meet with RMBS team including P. Kaufman, J. Trachtman, A. Levine, A. Katz, M. Mellin and K. Coleman re: productions, fact presentation (2.0).	3.20	3,168.00
09/25/12	LIU, GILBERT	Review of PSA amendment forms.	0.50	407.50
09/25/12	DUNLAP, JEFFREY	Attend RMBS team meeting with P. Bentley, K. Eckstein, A. Levine, A. Katz, M. Mellin and K. Coleman re: production, fact presentation (2.0); prep for factual presentation to team with M. Mellin and K. Coleman (2.3); update chronology (2.1).	6.40	3,488.00
09/25/12	DUNLAP, JEFFREY	Email to S. Ettari re: ResCap document review (.2); Review Ally production for analysis of RMBS settlement (3.7)	3.90	2,125.50
09/25/12	WARSHALL-KATZ, ARIELLE	Legal research for motion to compel (1.7); finalize brief for filing (1.5); discussions with A. Levine re same (.5); meeting with K. Eckstein, P. Kaufman, J. Trachtman, A. Levine, J. Dunlap, K. Coleman and M. Mellin re productions and fact presentation (2.0); emails with A. Levine and K. Coleman re: same (.5); emails with A. Levine re Ally custodians and search terms (.7); discussions with A. Stackpoole re productions and privilege log (.4)	7.30	5,110.00

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09/25/12	KAUFMAN, PHILIP	Revisions to motion to compel (3.2); conferences with Debtors, Committee members counsel and Ally counsel re: discovery issues (1.8); emails to P. Bentley and A. Levine re Motion to Compel (.5); meet with RMBS team including K. Eckstein, J. Trachtman, P. Bentley, A. Katz, A. Levine and M. Mellin re: productions (2.0); emails with P. Bentley and K. Eckstein re: fact analysis and strategy (2.8).	10.30	9,682.00
09/25/12	LEVINE, ADINA C	Correspondence with A. Katz re brief (.3); attend RMBS team meeting with P. Kaufman, K. Eckstein, A. Katz, M. Mellin and J. Dunlap re: discovery (2.0); discussions with A. Stackpoole re: privilege log (.3); coordinate with R. Ringer and H. Vanaria re: filing of Motion to Compel discovery (.7); emails with K. Eckstein, P. Kaufman re: motion to compel (.5); revise same (2.5); draft talking points re: same (.5).	6.80	4,658.00
09/25/12	VANARIA, HUNTER	Coordinate filing of motion to compel with R. Ringer and A. Levine.	1.20	372.00
09/25/12	STACKPOOLE, ANNE	Cite check motion to compel.	3.20	944.00
09/25/12	STACKPOOLE, ANNE	Communications with A. Katz re: privilege log (.4); and with A. Levine re: same (.3).	0.70	206.50
09/25/12	STACKPOOLE, ANNE	Emails with A. Levine and A. Katz re: Ally production.	0.50	147.50
09/25/12	STACKPOOLE, ANNE	Emails with litigation technology support regarding Ally productions.	0.60	177.00
09/25/12	STACKPOOLE, ANNE	Search databases for Ally production issues in preparation for database update.	0.50	147.50
09/25/12	CHO, DANNIE	Analysis of additional settlement documentation for proposed RMBS settlement (4.0); summarize analysis of documents produced in 9019 discovery (2.5); draft chronology of pertinent settlement events. (1.4)	7.90	5,016.50

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09/25/12	MELLIN, MICHAEL	Prep for fact presentation re: RMBS settlement (2.3); review certain produced documents re: same (2.7); attend RMBS team meeting with P. Bentley, P. Kaufman, K. Eckstein, A. Levine, A. Katz, K. Coleman, J. Dunlap, A. Miller, L. Neunder re: production, fact presentation (2.0); review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.5).	9.50	6,032.50
09/25/12	RINGER, RACHAEL L	Review motion to compel RMBS discovery, coordinate with H. Vanaria and A. Levine for filing.	1.00	545.00
09/26/12	NEUNDER, LISA	Research concerning 9019 standards and settlement analysis (3), call with K. Coleman concerning same (.2), and email with J. Trachtman concerning same (.1)	3.30	1,089.00
09/26/12	MILLER, ASHLEY S	Review motion to compel Gibbs & Bruns to produce certain documents (2.7); draft email memo re Gibbs & Bruns' response (1.8).	4.50	2,677.50
09/26/12	BENTLEY, PHILIP	Review emails from P. Kaufman, A. Katz re: RMBS discovery issues.	0.30	259.50
09/26/12	COLEMAN, KRISTEN A	Analyze RMBS production (2.5), analysis of searches run on Ally production to examiner (2.1); emails discussing Ally documents with M. Mellin and J. Dunlap (.2)	4.80	3,048.00
09/26/12	LIU, GILBERT	Review case law re: RMBS analysis (.4); correspondence with P. Bentley re: same (.3).	0.70	570.50
09/26/12	DUNLAP, JEFFREY	Review documents from Ally and Talcott Franklin 9019 productions in connection with analysis of RMBS 9019 Motion (7.4); discussion with P. Kaufman re: discovery issues (1.8).	9.20	5,014.00
09/26/12	WARSHALL-KATZ, ARIELLE	Review Gibbs and Bruns response to motion to compel (.5); t/c re case status and productions with J. Trachtman (.8); review board materials (1)	2.30	1,610.00
09/26/12	LEVINE, ADINA C	E-mail with P. Bentley and J. Trachtman re: fact presentation, e-mail with A. Stackpoole re: Talcott Franklin production, e-mail with K. Eckstein, K. Coleman, M. Mellin, J. Dunlap re: deposition list (.5); e-mails with S. Zide re: research (.1).	0.60	411.00

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09/26/12	KAUFMAN, PHILIP	Analyze documents in preparation for depositions (5.9); e-mails with P. Ryan and B. Madden re: discovery issues (1.8)	7.70	7,238.00
09/26/12	TRACHTMAN, JEFFREY S.	T/C with A. Katz re: productions (.8); review discovery issues (.4).	1.20	1,068.00
09/26/12	STACKPOOLE, ANNE	Communications with Talcott Franklin regarding supplemental production.	0.50	147.50
09/26/12	STACKPOOLE, ANNE	Import Talcott Franklin production onto network.	0.80	236.00
09/26/12	STACKPOOLE, ANNE	Email RMBS documents to D. Mannal in preparation for review.	0.60	177.00
09/26/12	STACKPOOLE, ANNE	Communications with document review team (A. Katz, M. Mellin and D. Cho) regarding Talcott Franklin production.	0.40	118.00
09/26/12	CHO, DANNIE	Review and analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (5.1); summarize analysis and documents re: same (2.5); draft chronology of pertinent settlement events. (1.2); correspondence with K. Coleman and A. Levine regarding review projects and draft review (0.5).	9.30	5,905.50
09/26/12	MELLIN, MICHAEL	Review (3.2) and summarize (3.0) documents produced in 9019 discovery for analysis of proposed RMBS Settlement	6.20	3,937.00
09/26/12	ZIDE, STEPHEN	Review recent RMBS ruling (.5).	0.50	360.00
09/26/12	ZIDE, STEPHEN	Review RMBS discovery issues in preparation for Committee meeting (1.5).	1.50	1,080.00
09/27/12	NEUNDER, LISA	Research concerning privilege issues (3.6), emails with J. Trachtman concerning research assignment (.2), emails with P. Bentley concerning research assignment (.3), research issues pertaining to RMBS theories (1.5).	5.60	1,848.00
09/27/12	PETTIT, LAURENCE	Emails with P. Bentley re re-underwriting (0.3); participate in portion of conference call with P. Bentley regarding re-underwriting and expert analysis (1.2); further discussions with P. Bentley re analysis of basis for put-back claims (0.2)	1.70	1,428.00
09/27/12	DUNLAP, JEFFREY	Phone call with K. Coleman re: productions (1.0); email with A. Katz re: phone conf. with experts (.1); Phone call with experts (1.9); emails with M. Mellin re: productions (.5).	3.50	1,907.50

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09/27/12	DUNLAP, JEFFREY	Review confidentiality agreement, email to D. Mannal re: same (.3); email to D. Mannal re: email attachment (.1); review P. Bentley email re: experts (.2); email to A. Levine re: Ally cost estimate (.3); email to A. Katz re: production (.1).	1.00	545.00
09/27/12	DUNLAP, JEFFREY	Review Talcott Franklin production	2.80	1,526.00
09/27/12	COLEMAN, KRISTEN A	Review Sillman declaration (1.1); review and analysis of Ally documents produced in connection with 9019 discovery for analysis of proposed RMBS settlement (4.5); emails with A. Katz, M. Mellin and J. Dunlap re: same (.2); calls with D. Cho re: analyzing drafts of settlement agreement and PSA (.2); call with A. Stackpoole re: binders for N. Simon and document review issues (.5); call with J. Dunlap re: production (1.0).	7.50	4,762.50
09/27/12	BENTLEY, PHILIP	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (3.1); emails with J. Trachtman (0.8) and P. Kaufman re: same and open RMBS research issues (0.7), and conference call with experts (1.5) re RMBS analysis; meet with D. Mannal, K. Eckstein, P. Kaufman, J. Trachtman re RMBS objection and discovery(3.4); call with P. Kaufman re: expert analysis (1.2).	10.70	9,255.50
09/27/12	KAUFMAN, PHILIP	Conference call with Debtors' counsel re: depositions and other discovery matters (1.0); telephone conference with Ally's counsel re: discovery issues (.7); prepare objection re: discovery issues (3.4); telephone conferences with P. Bentley re: discovery issues and strategy (1.2); meet with P. Bentley, K. Eckstein, J. Trachtman, A. Levine re RMBS objection and discovery (3.4)	9.70	9,118.00

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09/27/12	LEVINE, ADINA C	Draft witness list division (.4) and e-mail to K. Coleman, M. Mellin, J. Dunlap re: same (.4); e-mail to P. Kaufman and A. Katz re: Ally production (.5); e-mail to Ally re: Devine deposition, e-mail to A. Katz, P. Bentley, P. Kaufman, J. Dunlap, M. Mellin, K. Coleman, A. Stackpoole re: doc review (.5); e-mail to P. Bentley and P. Kaufman re: White and Case response to subpoena (.1); research re: metadata (1.1); e-mails to D. Clark and B. Schulman re: doc review (.4); e-mail to P. Bentley, S. Zide, L. Pettit and G. Liu re: draft subpoenas (.5); e-mails with B. Schulman, S. Ford, D. Clark and AlixPartners re: doc review (.5); analyze status of discovery (.4); emails with A. Katz re: call with Ally (.2); emails with L. Neunder re: waiver issues (.1); draft themes for brief (.6); Meet with P. Bentley, D. Mannal, K. Eckstein, P. Kaufman, J. Trachtman re RMBS objection (3.4).	12.10	8,288.50
09/27/12	TRACHTMAN, JEFFREY S.	Meet with P. Bentley, K. Eckstein, P. Kaufman and A. Levine re RMBS objection (3.4); outline brief (2.1); emails with P. Bentley and K. Eckstein about discovery issues (.4).	5.90	5,251.00
09/27/12	MANNAL, DOUGLAS	Prep for (.4) and attend part of meeting with P. Bentley, D. Mannal, P. Kaufman, J. Trachtman re RMBS objection (2.5)	2.90	2,291.00
09/27/12	SCHULMAN, BRENDAN M.	Emails from A. Levine re metadata issues (0.3); gather materials and authorities re metadata (0.4); review draft and provide comments re same (0.4); review document request and response (0.2); emails S. Ford re metadata (0.2); emails from AlixPartners re metadata in productions (0.3); emails A. Levine re same (0.2)	2.00	1,500.00
09/27/12	STACKPOOLE, ANNE	Organize documents pertaining to independent directors in preparation for A. Levine review.	3.20	944.00
09/27/12	STACKPOOLE, ANNE	Organize agreement drafts in preparation for D. Cho review.	1.80	531.00

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09/27/12	WARSHALL-KATZ, ARIELLE	T/c with MoFo re deposition and discovery issues (1); t/c with Kirkland re custodians and discovery issues (.7); emails with A. Levine and P. Kaufman re same (1); review documents in preparation for depositions (2.1); emails with A. Levine re strategy (.5); revise list of search terms (.5); review board materials (.9); review legal research re 9019 issues (.8); analyze G&B document log (2.0).	9.50	6,650.00
09/27/12	CHO, DANNIE	Analyze settlement documentation (4.5); summarize analysis of same (3.3); analyze and compare drafts of settlement agreement and PSA and related correspondence (3.2); call with K. Coleman re: Settlement Agreements (.2).	11.20	7,112.00
09/27/12	MELLIN, MICHAEL	Review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (3.3); Draft chronology and index re: same (5.1).	8.40	5,334.00
09/27/12	ZIDE, STEPHEN	Calls with Moelis, D. Clark and P. Bentley re RMBS document request issues (.4).	0.40	288.00
09/27/12	ECKSTEIN, KENNETH H.	Attend part of internal meeting with P. Bentley, D. Mannal, P. Kaufman and J. Trachtman re RMBS pleading (1.7).	1.70	1,683.00
09/28/12	COLEMAN, KRISTEN A	Call with P. Kaufman and J. Dunlap re: revising chronology summaries (3.3), summarize key documents from Ally production for chronology (1.2); review tagging system from Ally and Talcott Franklin production (.6).	5.10	3,238.50
09/28/12	WARSHALL-KATZ, ARIELLE	Review cases re metadata for discovery (1.0); t/c with MoFo re discovery issues and metadata (1); preparation for same (.7); analyze debtors' custodians & search terms (1.2); emails with P. Kaufman re same (.3); numerous discussions J. Trachtman re: depositions (1.2); emails with B. Schulman re discovery issues (.8); review & analysis of parties' production deficiencies (2.3).	8.50	5,950.00
09/28/12	DUNLAP, JEFFREY	Attend part of meeting with and P. Kaufman and K. Coleman re: chronology chart.	2.50	1,362.50

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09/28/12	DUNLAP, JEFFREY	Search ResCap production for expert information (.4); emails with P. Bentley re: expert depositions (.5); tag documents in Ally production (.9); review TF production (1.9); review Clawback analysis (.3).	4.00	2,180.00
09/28/12	NEUNDER, LISA	Research concerning RMBS settlement standards and defenses (6.6) and draft e-mail summarizing same (1.5).	8.10	2,673.00
09/28/12	BENTLEY, PHILIP	Analyze Lipps' supplemental declaration (3.9); analysis of RMBS research issues (4.2), meet with L. Pettit re: same (1.5).	9.60	8,304.00
09/28/12	KAUFMAN, PHILIP	Calls with debtors' counsel and D. Mannal re: discovery issues (1.1); calls with Committee members' counsel re: discovery issues and strategy (.7); call with M. Mellin, J. Dunlap and K. Coleman re: chronology summaries (3.3); review and analyze RMBS documents produced in 9019 discovery for analysis of proposed RMBS Settlement (5.1)	10.20	9,588.00
09/28/12	LEVINE, ADINA C	Review e-mail from P. Kaufman re: Debtors custodians and search terms (.1); e-mail to A. Katz re: Debtors custodians and search terms, e-mails from P. Kaufman and Committee re: meeting on Tuesday (.3), e-mails with P. Kaufman and A. Katz re: same (.2); e-mail to K. Eckstein, P. Bentley, P. Kaufman, J. Trachtman, A. Katz, K. Coleman, M. Mellin re: themes for brief (.2); e-mails from P. Kaufman re: meet and confer, e-mails from B. Schulman, Debtors and P. Bentley re: same (.2), e-mail from P. Bentley re: same (.2); e-mails from A. Katz re: deficiencies in debtor doc production (.2).	1.40	959.00
09/28/12	TRACHTMAN, JEFFREY S.	Outline RMBS objection (2.5); correspondence with J. Dunlap re: RMBS depositions (1.2); discuss depositions with A. Katz (1.2).	4.90	4,361.00
09/28/12	PETTIT, LAURENCE	Conference call with P. Bentley regarding expert review of put-back claims (1.5); calls with A. Barrage from MoFo regarding trustees pre-auction objections (0.5); call with A. Frankel and other experts re sampling and re-underwriting analysis (1.0); call with M. Ginzburg re Contracts (0.3).	3.30	2,772.00

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09/28/12	MANNAL, DOUGLAS	Office conference with G. Horowitz re RMBS discovery and depositions (.4); confer with MoFo and P. Kaufman re: discovery issues (1.1); conference with K. Eckstein re RMBS discovery issues (.4); revise update memo to Committee re RMBS trustee's objection to sale (1.0).	2.90	2,291.00
09/28/12	SCHULMAN, BRENDAN M.	Emails with A. Katz re metadata (0.2); email P. Kaufman re metadata provided by debtor in other productions (0.3); conference call meet and confer w/debtors counsel re metadata production and related document production issues (1.1); prepare and email to debtor's counsel list of metadata fields for production (0.5); review email from A. Katz re search terms and custodian culling methods (0.2); provide comments re same (0.1); email A. Stackpoole re: same (0.1).	2.50	1,875.00
09/28/12	STACKPOOLE, ANNE	Organize draft agreements in preparation for D. Cho review.	2.20	649.00
09/28/12	STACKPOOLE, ANNE	Review list of Debtor production deficiencies in preparation for discovery demand.	1.20	354.00
09/28/12	STACKPOOLE, ANNE	Draft list of Debtor production problems and deficiencies in preparation for supplemental production demand.	1.70	501.50
09/28/12	STACKPOOLE, ANNE	Organize RMBS documents in preparation for K. Coleman review.	0.60	177.00
09/28/12	STACKPOOLE, ANNE	Organize RMBS documents in preparation for A. Katz review.	0.50	147.50
09/28/12	HOROWITZ, GREGORY A.	Discussion with D. Mannal re RMBS overview (.4); emails with P. Bentley re RMBS discovery (.3); e-mails with D. Mannal re discovery (.4); emails with P. Kaufman re depositions (.5)	1.60	1,384.00
09/28/12	CHO, DANNIE	Analyze drafts of settlement agreement (3.2) and PSA (2.3); summarize drafts (3.8); edit chronology and relevant documents (1.5).	10.80	6,858.00
09/28/12	MELLIN, MICHAEL	Edit chronology chart re: RMBS settlement.	6.50	4,127.50
09/28/12	ECKSTEIN, KENNETH H.	O/C with D. Mannal re: RMBS discovery issues (.4).	0.40	396.00

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066069-00007 (RMBS ISSUES)October 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/29/12	DUNLAP, JEFFREY	Review relevant flagged documents from Ally 9019 production for purposes of analyzing proposed RMBS settlement (2.8); summarize same (1.0); update chronology chart re: same (1.0).	4.80	2,616.00
09/29/12	KAUFMAN, PHILIP	Review documents in preparation for depositions re: RMBS settlement analysis.	3.90	3,666.00
09/29/12	BENTLEY, PHILIP	Analyze Lipps' supplemental declaration (4.2); Review RMBS operative documents (PLS, MLPA) (1.8), and conference with L. Pettit re same (1.2)	7.20	6,228.00
09/29/12	LEVINE, ADINA C	Review emails from P. Bentley and K. Eckstein re: Lipps production.	0.20	137.00
09/29/12	TRACHTMAN, JEFFREY S.	Outline objection to RMBS pleading (1.2); emails with P. Bentley re: same (.5).	1.70	1,513.00
09/29/12	PETTIT, LAURENCE	Review expert report of J. Lipps re: RMBS Settlement (1.5); meet with P. Bentley to discuss same (1.2); review operative language in PLS documentation, (2.3).	5.00	4,200.00
09/29/12	CHO, DANNIE	Analyze drafts of settlement agreement and PSA and related correspondence as amended and revised by debtor (4.5); summarize drafts (3.2); edit chronology re: relevant documents (2.2).	9.90	6,286.50
09/30/12	WARSHALL-KATZ, ARIELLE	T/c with P. Bentley, D. Mannal, J. Dunlap, A. Levine and R. Ringer re 9019 issues and discovery (2); review and analysis of board materials (2.5); draft email to MoFo re discovery (.5); review caselaw re self-collection issues (1); review document requests to UCC from debtors (.2); emails re same(.3).	6.50	4,550.00
09/30/12	DUNLAP, JEFFREY	Attend part of conference call with A. Katz, D. Mannal, P. Bentley, R. Ringer and A. Levine re: RMBS discovery issues.	1.50	817.50
09/30/12	KAUFMAN, PHILIP	Attend call with A. Katz, D. Mannal, J. Dunlap, R. Ringer, P. Bentley and A. Levine re: RMBS settlement analysis (2.0); analyze 9019 RMBS discovery issues (1.6).	3.60	3,384.00

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066069-00007 (RMBS ISSUES)October 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/30/12	BENTLEY, PHILIP	Review RMBS research (1.0); review outline of issues with RMBS settlement/response(1.6); conference calls with B. Cornell/A. Frankel/R. Epstein/ L. Pettit (1.1); conference with P. Kaufman, A. Katz, D. Mannal, J. Dunlap, R. Ringer and A. Levine (2.0) re: RMBS settlement analysis.	5.70	4,930.50
09/30/12	LEVINE, ADINA C	Review of Lipps declaration (.6); call with P. Bentley, D. Mannal, A. Katz, J. Dunlap, P. Bentley, R. Ringer and D. Mannal re: RMBS discovery issues (2.0).	2.60	1,781.00
09/30/12	RINGER, RACHAEL L	Attend portion of call with P. Bentley, D. Mannal, A. Katz, J. Dunlap, A. Levine re: RMBS settlement analysis (1.4), call with D. Mannal re: Lipps issues (.4).	1.80	981.00
09/30/12	TRACHTMAN, JEFFREY S.	Emails w. D. Mannal, P. Kaufman, P. Bentley, K. Eckstein re discovery, staffing (1.3); review recent RMBS research (1.1)	2.40	2,136.00
09/30/12	PETTIT, LAURENCE	Conference call with P. Bentley, A. Frankel, B. Cornell regarding expert report of J. Lipps (1.0).	1.00	840.00
09/30/12	MANNAL, DOUGLAS	Participate in call with A. Katz, P. Bentley, P. Kaufman, J. Dunlap, R. Ringer and A. Levine re RMBS discovery issues (2.0); review Lipps declaration (.3); research Lipps retention (.6); TCF/email with R. Ringer re same (.4); email with Alix partners re: Ally/ResCap relationship (.5).	3.80	3,002.00
09/30/12	CHO, DANNIE	Analyze drafts of settlement agreement and PSA and related correspondence as amended and revised by debtor (5.9); summarize drafts (2.8); edit chronology re: same (2.5).	<u>11.20</u>	<u>7,112.00</u>
TOTAL			<u>1,677.90</u>	<u>\$1,153,545.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	22.60	22,374.00
KROUNER, SHARI K.	PARTNER	1.50	1,260.00
BENTLEY, PHILIP	PARTNER	16.40	14,186.00
SIMON, NORMAN	PARTNER	3.70	2,923.00
O'NEILL, P. BRADLEY	PARTNER	1.00	790.00
ROCHON, JENNIFER	PARTNER	2.90	2,291.00
CHIN, KENNETH	PARTNER	4.00	3,360.00
BESSONETTE, JOHN	PARTNER	0.70	553.00
MANNAL, DOUGLAS	PARTNER	33.00	26,070.00
FREJKA, ELISE S	SPEC COUNSEL	0.40	302.00
CHASS, MARK	ASSOCIATE	5.20	3,874.00
TAYLOR, JEFFREY	ASSOCIATE	6.10	4,544.50
ZIDE, STEPHEN	ASSOCIATE	23.80	17,136.00
SHIFER, JOSEPH A	ASSOCIATE	0.80	536.00
SHARRET, JENNIFER	ASSOCIATE	0.40	268.00
DANIELS, ELAN	ASSOCIATE	2.60	1,820.00
RINGER, RACHAEL L	ASSOCIATE	35.30	19,238.50
ALLARD, NATHANIEL	ASSOCIATE	6.80	2,822.00
SHAIN, ALIYA	PARALEGAL	<u>2.90</u>	<u>826.50</u>
<u>TOTAL</u>		<u>170.10</u>	<u>\$125,174.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/12	ECKSTEIN, KENNETH H.	Review committee agenda.	0.50	495.00
09/04/12	SHARRET, JENNIFER	Draft insert for Committee update email re: SMPB/Coherent retention application; review and comment on draft insert re: Morrow retention	0.40	268.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	BENTLEY, PHILIP	Attend portion of committee co-chair call (1.1); discuss Committee update on Morrow retention w/ S. Zide (.3)	1.40	1,211.00
09/04/12	ZIDE, STEPHEN	Prepare for (.7) and attend call with Co-chairs (1.5). Emails w/ K. Eckstein, D. Mannal, R. Ringer re: same (.3); Follow up discussion w/ D. Mannal, R. Ringer re: same (.5); Draft Committee update email with R. Ringer re retention of Morrow (.4); discuss with P. Bentley re same (.3).	3.70	2,664.00
09/04/12	RINGER, RACHAEL L	Prepare for (.8) and attend (1.5) co-chair call. Emails with K. Eckstein, D. Mannal and S. Zide re: same (.3), follow up discussion with D. Mannal and S. Zide re: same (.5), coordinate meetings with Committee members (.4).	3.50	1,907.50
09/04/12	MANNAL, DOUGLAS	Prep for (.3); attend co-chair call (1.5); emails w/ K. Eckstein, S. Zide, R. Ringer re: same (.3); follow up discussion w/ S. Zide, R. Ringer re: same (.5); prep for Committee meeting (2.0).	4.60	3,634.00
09/04/12	ECKSTEIN, KENNETH H.	Lead co-chair conference call re committee agenda and issues.	1.50	1,485.00
09/05/12	SIMON, NORMAN	Review material for UCC meeting (.7); Meeting with J. Rochon re: UCC meeting (1.2); Attend portion of and present at UCC Meeting (1.7); emails with K. Eckstein, D. Mannal, J. Rochon regarding same (.1).	3.70	2,923.00
09/05/12	ROCHON, JENNIFER	Attend portion of Committee meeting for presentation to Creditors Committee (1.7); meeting with N. Simon re: UCC meeting (1.2).	2.90	2,291.00
09/05/12	CHIN, KENNETH	Attend portion of Creditors Committee meeting re: corporate issues and lien challenge.	4.00	3,360.00
09/05/12	CHASS, MARK	Prepare for committee meeting re junior note collateral analysis (.7); attend portion of committee meeting re waterfall analysis, collateral analysis (2.4).	3.10	2,309.50
09/05/12	BENTLEY, PHILIP	Attend co-chair meeting with S. Zide, D. Mannal and K. Eckstein (0.5) and committee meeting (6.9)	7.40	6,401.00
09/05/12	SHAIN, ALIYA	Organize documents in preparation for full committee meeting.	2.30	655.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/05/12	ZIDE, STEPHEN	Meet with D. Mannal, P. Bentley, K. Eckstein and co-chairs re committee meeting (.5); prepare for same (.6). Participate in Committee meeting re Exclusivity Response, waterfall Discussion, AFI Investigation Update, Second Lien Collateral Review, RMBS, Matters Scheduled for 9/11 Hearing, Conflict Counsel, and Business Operations (7.0).	8.10	5,832.00
09/05/12	RINGER, RACHAEL L	Prepare for (.6) and attend (7.0) Committee meeting.	7.60	4,142.00
09/05/12	MANNAL, DOUGLAS	Attend co-chair meeting with S. Zide, P. Bentley and K. Eckstein (.5); attend Committee in-person meeting (7.0)	7.50	5,925.00
09/05/12	TAYLOR, JEFFREY	Participate in portion of UCC call re: sale update.	2.10	1,564.50
09/05/12	DANIELS, ELAN	Attend portion of committee meeting regarding collateral review.	1.60	1,120.00
09/05/12	ECKSTEIN, KENNETH H.	Prep for full committee meeting.	0.70	693.00
09/05/12	ECKSTEIN, KENNETH H.	Prepare for (.3) and attend (.5) pre-meeting with co-chairs..	0.80	792.00
09/05/12	ECKSTEIN, KENNETH H.	Lead full committee meeting agenda including exclusivity, junior liens, AFC investigation, RMBS, 9/11 hearing, etc.	7.00	6,930.00
09/05/12	TAYLOR, JEFFREY	Participate in committee call re: sale update (1.2)	1.20	894.00
09/06/12	BENTLEY, PHILIP	Email discussions with D. Mannal and R. Ringer re potential formation of RMBS sub-committee.	0.40	346.00
09/06/12	RINGER, RACHAEL L	Draft language for Committee re: potential sub-committees (.3), email discussions with D. Mannal re: same (.2), revise same (.2), draft Committee update e-mail (.5), email discussions re: potential subcommittees with P. Bentley and D. Mannal (.4), coordinate with Committee members re: meeting with the Company (.2), e-mails with Committee members re: case inquiries (.2).	2.00	1,090.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/12	RINGER, RACHAEL L	Revise Committee update e-mail, e-mails with D. Mannal re: same (.4); revise summary of subcommittee role, e-mails with K. Eckstein and D. Mannal re: same (.2), emails with S. Zide re: committee update email (.4), e-mails with Committee members re: case inquiries (.1)	1.10	599.50
09/07/12	ZIDE, STEPHEN	Review and revise committee update email (.5); email with R. Ringer re same (.4).	0.90	648.00
09/10/12	BENTLEY, PHILIP	Prepare for (.3) and attend committee call (1.4)	1.70	1,470.50
09/10/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.4) Committee call; draft Committee update e-mail re: case update and recent filings (.3), revise same (.2); numerous e-mails with Committee members re: case inquiries (.4)	2.70	1,471.50
09/10/12	MANNAL, DOUGLAS	Prep for (.5) and attend (1.4) committee conference call re exclusivity.	1.90	1,501.00
09/10/12	CHASS, MARK	Attend portion of committee meeting	0.80	596.00
09/10/12	ZIDE, STEPHEN	Prepare for (.6) and participate in (1.4) committee call re RMBS Update/RMBS Status Conference, Exclusivity Motion and Debtors' Revised KEIP Program.	2.00	1,440.00
09/10/12	ECKSTEIN, KENNETH H.	Prep for and lead Committee call re RMBS conference, exclusivity.	2.00	1,980.00
09/10/12	ECKSTEIN, KENNETH H.	Call w/R. Wynne re call with committee.	0.40	396.00
09/10/12	RINGER, RACHAEL L	Call with UST re: committee quarterly certifications (.1)	0.10	54.50
09/11/12	BENTLEY, PHILIP	Attend portion of co-chair call.	0.90	778.50
09/11/12	RINGER, RACHAEL L	E-mails with D. Mannal re: proposed agenda for Committee meeting (.1); emails with co-chairs re: co-chair call (.3); attend co-chair call (1.5); draft Committee update email (.3); revise same (.2).	2.40	1,308.00
09/11/12	MANNAL, DOUGLAS	Prep for (.7) and attend portion of co-chair call (1.1); TCF with Committee member re RMBS objection (.6); email with K. Eckstein re same (.1)	2.50	1,975.00
09/11/12	ZIDE, STEPHEN	Review and revise Committee update email (.4). Call with co-chairs re status of hearing (1.5); follow up with K. Eckstein and D. Mannal re same (.5).	2.40	1,728.00
09/11/12	ZIDE, STEPHEN	Review and revise Committee update email.	0.20	144.00

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09/11/12	ECKSTEIN, KENNETH H.	Conference call w/co-chairs to prep for committee meeting.	1.50	1,485.00
09/11/12	MANNAL, DOUGLAS	Draft subcommittee provision re Committee governance.	2.10	1,659.00
09/12/12	ALLARD, NATHANIEL	Prepare for (.4) and attend (2.0) committee conference call.	2.40	996.00
09/12/12	CHASS, MARK	Attend part of committee meeting re second lien lender issues.	1.30	968.50
09/12/12	BENTLEY, PHILIP	Attend portion of committee call.	1.20	1,038.00
09/12/12	SHAIN, ALIYA	Organize documents (voting chart and case calendar) for Committee meeting.	0.60	171.00
09/12/12	KROUNER, SHARI K.	Attend portion of committee call re: sale process update.	0.50	420.00
09/12/12	DANIELS, ELAN	Attend portion of committee meeting regarding collateral review.	0.40	280.00
09/12/12	RINGER, RACHAEL L	Prepare for (.5) and attend (2.0) full committee meeting; draft (.5) and revise (.3) committee e-mail.	3.30	1,798.50
09/12/12	MANNAL, DOUGLAS	Prep for (.9) and attend (2.0) full Committee meeting conference call.	2.90	2,291.00
09/12/12	ZIDE, STEPHEN	Prepare for (.2) and participate in committee meeting (2.0) re hearing update, collateral review, PWC, RMBS.	2.20	1,584.00
09/12/12	ECKSTEIN, KENNETH H.	Prep for (.6) and lead Committee call re RMBS conference, exclusivity (1.4).	2.00	1,980.00
09/14/12	ZIDE, STEPHEN	Review email update to UCC.	0.20	144.00
09/14/12	ECKSTEIN, KENNETH H.	Email to R. Ringer re committee meeting.	0.20	198.00
09/15/12	ZIDE, STEPHEN	Email with D. Mannal re discussion with Committee member.	0.10	72.00
09/17/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates, recent filings (.3), revise same (.1).	0.40	218.00
09/18/12	ZIDE, STEPHEN	Call with co-chairs re status update on RMBS, sales, PWC and Collateral review.	0.70	504.00
09/18/12	BENTLEY, PHILIP	Attend committee co-chair call re: RMBS issues.	0.70	605.50
09/18/12	ECKSTEIN, KENNETH H.	Prep for (.1) and attend (.7) co-chair call re: Committee meeting agenda.	0.80	792.00
09/18/12	MANNAL, DOUGLAS	Prep for committee meeting (1.0); attend co-chair conference call (.7).	1.70	1,343.00
09/18/12	RINGER, RACHAEL L	Prep for 9/19 committee meeting (.5); attend co-chair call (.7).	1.20	654.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/12	ALLARD, NATHANIEL	Prep for (.2) and attend portion of committee meeting telephonically (1.4), draft minutes re: 9/12 Committee meeting (.6)	2.20	913.00
09/19/12	DANIELS, ELAN	Telephonically attend portion of Committee meeting regarding collateral review.	0.60	420.00
09/19/12	BENTLEY, PHILIP	Attend portion of committee call re: RMBS analysis update.	0.90	778.50
09/19/12	KROUNER, SHARI K.	Attend portion of UCC call re: sales update.	1.00	840.00
09/19/12	O'NEILL, P. BRADLEY	Attend portion of Committee call re: collateral review.	1.00	790.00
09/19/12	RINGER, RACHAEL L	Revise Committee update e-mail re: case updates (.3)	0.30	163.50
09/19/12	TAYLOR, JEFFREY	Participate in portion of UCC call re: sale update.	1.20	894.00
09/19/12	MANNAL, DOUGLAS	Prep for (.9) and attend committee update call (2)	2.90	2,291.00
09/19/12	SHIFER, JOSEPH A	Attend part of committee call re: collateral review (.8)	0.80	536.00
09/19/12	ZIDE, STEPHEN	Participate in portion of committee call re RMBS status, PWC issues, collateral review, sale update and operations update (1.5); follow up discussions with K. Eckstein and D. Mannal re same (.5).	2.00	1,440.00
09/19/12	ECKSTEIN, KENNETH H.	Attend full committee call re: case updates.	2.20	2,178.00
09/20/12	MANNAL, DOUGLAS	Revise committee update email with R. Ringer.	0.40	316.00
09/20/12	RINGER, RACHAEL L	Draft Committee update e-mail (.9), e-mails with D. Mannal re: same (.4), revise same (.3), e-mails with D. Mannal re: conflicts counsel (.2), e-mails with Committee members re: case inquiries (.2)	2.00	1,090.00
09/21/12	MANNAL, DOUGLAS	Coordinate 10/3 meeting with MoFo and Committee members.	0.30	237.00
09/21/12	MANNAL, DOUGLAS	Revise committee update email	0.30	237.00
09/21/12	RINGER, RACHAEL L	Review draft e-mail to the Committee re: STN motion (.2), draft Committee update e-mail (.8), e-mails with D. Mannal, S. Zide and P. Bentley re: same (.5), emails with P. Bentley re: same (.2), review and revise same (.4).	2.10	1,144.50
09/23/12	ALLARD, NATHANIEL	Draft 9/12 committee minutes and email R. Ringer re: same.	0.20	83.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/23/12	RINGER, RACHAEL L	Call with D. Flanigan re: case inquiries, e-mails re: same.	0.20	109.00
09/24/12	BENTLEY, PHILIP	Attend committee co-chair conference call re: RMBS analysis update.	1.10	951.50
09/24/12	ZIDE, STEPHEN	Review and revise email update to UCC re STN motion.	0.30	216.00
09/24/12	MANNAL, DOUGLAS	Revise update email to Committee	0.50	395.00
09/24/12	MANNAL, DOUGLAS	Prep for (1.4) and attend (1.1) co-chair call re 9/27 hearing and RMBS analysis update.	2.50	1,975.00
09/24/12	RINGER, RACHAEL L	Attend co-chair call (1.1) prepare for same (.4).	1.50	817.50
09/24/12	ECKSTEIN, KENNETH H.	Prep for (.1) and attend (1.1) co-chair call to prep for committee meeting.	1.20	1,188.00
09/25/12	ALLARD, NATHANIEL	Prepare for (.4) and attend (1.1) Committee meeting telephonically.	1.50	622.50
09/25/12	BENTLEY, PHILIP	Attend portion of committee meeting re: status of RMBS analysis and update.	0.70	605.50
09/25/12	BESSONETTE, JOHN	Attend portion of committee call telephonically re: sale issues.	0.70	553.00
09/25/12	MANNAL, DOUGLAS	Prep for (.7) and attend weekly Committee update conference call (1.1)	1.80	1,422.00
09/25/12	RINGER, RACHAEL L	Prep for (.4) and attend (1.1) Committee update call.	1.50	817.50
09/25/12	ZIDE, STEPHEN	Participate in portion of committee meeting re RMBS, executive comp and PWC.	0.80	576.00
09/25/12	TAYLOR, JEFFREY	Prep for (.5) and participate in (1.1) Committee conference call.	1.60	1,192.00
09/25/12	ECKSTEIN, KENNETH H.	Prepare for (.7) and attend committee conference call - full agenda (1.1).	1.80	1,782.00
09/27/12	MANNAL, DOUGLAS	Revise Committee update email (.4); email with Committee re case inquiries (.7)	1.10	869.00
09/27/12	ZIDE, STEPHEN	Review and revise Committee email update on hearing (.2).	0.20	144.00
09/28/12	ALLARD, NATHANIEL	Draft 9/12 & 9/19 meeting minutes.	0.50	207.50

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066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/28/12	RINGER, RACHAEL L	Email discussion with D. Mannal re: agenda (.5), email discussions with S. Zide and N. Moss re: scheduling hearings (.3), review non-trustees Committee update e-mail (.4), draft Committee update e-mail re: case updates, recent pleadings (.7), revise same (.5), review and finalize executive comp presentation for Committee members (1.0).	3.40	1,853.00
09/28/12	FREJKA, ELISE S	Draft summary for Committee update regarding status of lift stay motions and California Department of Transportation motion.	<u>0.40</u>	<u>302.00</u>
TOTAL			<u>170.10</u>	<u>\$125,174.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)October 31, 2012
Invoice No. 607659**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	12.20	12,078.00
TRACHTMAN, JEFFREY S.	PARTNER	23.40	20,826.00
O'NEILL, P. BRADLEY	PARTNER	5.40	4,266.00
MANNAL, DOUGLAS	PARTNER	54.00	42,660.00
HOROWITZ, GREGORY A.	PARTNER	15.20	13,148.00
FREJKA, ELISE S	SPEC COUNSEL	42.10	31,785.50
SIEGEL, CRAIG L	ASSOCIATE	48.10	35,834.50
ARCHER, CAROL	ASSOCIATE	0.20	140.00
MOSES, MATTHEW B	ASSOCIATE	7.10	4,863.50
DANIELS, ELAN	ASSOCIATE	3.30	2,310.00
RAPPAPORT, JASON	ASSOCIATE	7.00	4,445.00
RINGER, RACHAEL L	ASSOCIATE	69.30	37,768.50
BRODY, DANIEL J	ASSOCIATE	15.30	8,338.50
MIRVIS, DORI Y	ASSOCIATE	1.70	824.50
KAUP, ANASTASIA N	ASSOCIATE	29.10	14,113.50
ALLARD, NATHANIEL	ASSOCIATE	7.60	3,154.00
SHAIN, ALIYA	PARALEGAL	6.10	1,738.50
VANARIA, HUNTER	PARALEGAL	<u>4.00</u>	<u>1,240.00</u>
TOTAL		<u>351.10</u>	<u>\$239,534.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	KAUP, ANASTASIA N	Emails w/ E. Frejka re: Borrower Committee Motion (.1).	0.10	48.50
09/05/12	ECKSTEIN, KENNETH H.	Call w/G. Lee re PWC motion (.4)	0.40	396.00
09/05/12	BRODY, DANIEL J	Review Debtors' motion re: PwC retention (6.0); draft memo to J. Bessonette, R. Ringer, and C. Archer re: same (2.3).	8.30	4,523.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/05/12	MANNAL, DOUGLAS	Review motion to pay PWC.	0.60	474.00
09/05/12	FREJKA, ELISE S	Draft outline of Committee objection to Motion to Appoint Borrowers' Committee (1.4); review case law regarding appointments of special committees (2.4); emails with N. Rosenbaum regarding Motion to Appoint Borrowers' Committee (.1).	3.90	2,944.50
09/06/12	KAUP, ANASTASIA N	T/C w/ Debtors' counsel, D. Mannal, E. Frejka, and R. Ringer re: Borrower Committee motion (.6); ; emails w/ E. Frejka re: same (.2); review Borrower Committee Motion (.7).	1.50	727.50
09/06/12	BRODY, DANIEL J	Review PWC motion (2.1)	2.10	1,144.50
09/06/12	MANNAL, DOUGLAS	Review borrower's committee motion (1.1); outline objection (1.0); conference call with MoFo, E. Frejka, R. Ringer, A. Kaup re same (.6); office conference with R. Ringer and E. Frejka re same (.6)	3.30	2,607.00
09/06/12	MANNAL, DOUGLAS	Review PWC motion.	2.10	1,659.00
09/06/12	FREJKA, ELISE S	Draft Committee objection to Motion to Appoint Borrowers' Committee (2.5); conference call with MoFo, A. Kaup, D. Mannal, R. Ringer regarding objection of Debtors and Committee to Motion to Appoint Borrowers' Committee (.6). Office conference w/ D. Mannal and R. Ringer re: same (.6)	3.70	2,793.50
09/06/12	RINGER, RACHAEL L	E-mails with D. Mannal re: PwC and Independent Directors motions (.2), review summary of PwC motion, e-mails with D. Brody re: same (.4), call with MoFo, D. Mannal, E. Frejka, and A. Kaup re: borrowers committee motion (.6), office conference with D. Mannal and E. Frejka re: same. (.6)	1.80	981.00
09/07/12	FREJKA, ELISE S	Outline Committee response to Motion to Appoint Borrower Committee.	1.30	981.50
09/08/12	BRODY, DANIEL J	Review of escrow agreement and stipulation for subservicing motion (2.1) and draft correspondence to J. Bessonette and C. Archer re: same (1.5)	3.60	1,962.00
09/09/12	KAUP, ANASTASIA N	Draft responsive pleading re: Borrower Committee Motion (6.4); emails w/ E. Frejka, re: same (.7).	7.10	3,443.50
09/09/12	BRODY, DANIEL J	Review of escrow agreement/stipulation.	0.30	163.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/12	FREJKA, ELISE S	Draft (2.0), edit (.9) and revise (.7) Committee objection to Motion to Appoint Borrowers' Committee. Emails w/ A. Kaup re: same (.7)	4.30	3,246.50
09/10/12	KAUP, ANASTASIA N	Research for Borrower Committee response (3.9); O/C w/ E. Frejka re: same (.2); emails w/ E. Frejka, J. Rappaport, Managing Attorney's Office re: Borrower Committee Motion response (.4).	4.50	2,182.50
09/10/12	RAPPAPORT, JASON	Discussions with E. Frejka re: objection to appointment of borrowers' committee (.2); review (.8) and revise same (.7); research issues re: same (3.6); emails with A. Kaup re: same (.3)	5.60	3,556.00
09/10/12	BRODY, DANIEL J	Draft summary e-mail re: escrow agreement and subservicing stipulation to J. Bessonette and C. Archer	1.00	545.00
09/10/12	FREJKA, ELISE S	Analyze case law to revise Committee objection to appointment of borrowers' committee (1.3); call with A. Klein regarding background facts for same (.3); correspond with J. Taylor regarding APA specifics (.2); draft (3.8), edit (2.7) and revise (1.4) Committee objection to Borrower committee motion ; discuss same with J. Rappaport (.2). O/C w/ A. Kaup re: Borrower Committee (.2).	10.10	7,625.50
09/10/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re PWC (.6); revise objection re same (2.6)	3.20	2,528.00
09/10/12	MANNAL, DOUGLAS	Email with D. Brody re escrow agreement for subservicing motion (.2); review same (1.3).	1.50	1,185.00
09/10/12	RINGER, RACHAEL L	Review PwC motion (1.1)	1.10	599.50
09/10/12	ECKSTEIN, KENNETH H.	Call w/G. Lee, R. Schrock re subservicing motion and hearing (.4)	0.40	396.00
09/10/12	SHAIN, ALIYA	Organize documents re: PwC motion (.7)	0.70	199.50
09/11/12	KAUP, ANASTASIA N	Revise borrower committee response (2.8); research re: same (.8); T/C w/ D. Mannal (.2) and emails w/ D. Mannal, E. Frejka, R. Ringer re: same (.5).	4.30	2,085.50

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09/11/12	FREJKA, ELISE S	Meeting with D. Mannal, R. Ringer regarding Committee objection to Motion to Appoint Borrowers' Committee (.6); additional research for Committee Objection to Motion to Appoint Borrowers' Committee (.8) revise Committee Objection (4.6). T/C with J. Trachtman re: same (.6)	6.60	4,983.00
09/11/12	TRACHTMAN, JEFFREY S.	TC with E. Frejka re: borrower committee motion.	0.60	534.00
09/11/12	RAPPAPORT, JASON	Follow-up analysis of Committee objection to appointment of borrowers' committee (1.2); correspond with E. Frejka re: same (.2).	1.40	889.00
09/11/12	SIEGEL, CRAIG L	TC w/ D. Mannal re: PwC motion (.1); analyze documents concerning PwC retention (2.0)	2.10	1,564.50
09/11/12	RINGER, RACHAEL L	Review borrowers committee motion (1.0), revise same (1.0) meet with D. Mannal and E. Frejka re: same (.6), e-mail to A. Rogoff re: motion to pay independent directors (.2), e-mails with D. Mannal and E. Frejka re: same (.3), begin drafts of objection to PwC motion (.4).	3.50	1,907.50
09/11/12	MANNAL, DOUGLAS	Revise Borrower's committee's objection (2.4); T/C w/ A. Kaup re: same (.2); Meet w/ E. Frejka, R. Ringer re: same (.6)	3.20	2,528.00
09/11/12	MANNAL, DOUGLAS	Outline PWC objection (1.2); T/C w/ C. Siegel re: same (.1)	1.30	1,027.00
09/11/12	DANIELS, ELAN	Email correspondence with D. Mannal regarding document requests relating to PWC motion (.2)	0.20	140.00
09/11/12	ECKSTEIN, KENNETH H.	Call with G. Lee re PWC (.3)	0.30	297.00
09/11/12	ECKSTEIN, KENNETH H.	Outline PwC motion (.4).	0.40	396.00
09/12/12	KAUP, ANASTASIA N	Research for Borrowers Committee Motion response (3.5); revise same (1.3); O/C w/ E. Frejka (.1), T/C w/ R. Ringer (.1), and emails w/ J. Trachtman, D. Mannal, E. Frejka, R. Ringer re: same (1.4).	6.40	3,104.00
09/12/12	ALLARD, NATHANIEL	Review debtor's motion to retain PwC (1.0) research joint and several liability (2.3)	3.30	1,369.50
09/12/12	ECKSTEIN, KENNETH H.	Review pleading re Borrower Committee (.6)	0.60	594.00

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09/12/12	TRACHTMAN, JEFFREY S.	Revise Borrower Committee response (2.8); emails with E. Frejka, D. Mannal, A. Kaup re: response draft (.7).	3.50	3,115.00
09/12/12	DANIELS, ELAN	T/C with E. Frejka regarding borrower committee motion (.3); Review consent order (.6) and T/C with R. Ringer regarding PWC motion (.3).	1.20	840.00
09/12/12	SIEGEL, CRAIG L	Analyze documents re: PwC motions (5.2); draft document request to ResCap and AFI (3.1)	8.30	6,183.50
09/12/12	FREJKA, ELISE S	Draft (2.4), edit (1.0), and revise (1.0) Committee Objection to appointment of borrowers' committee ; review case law inserts (.4). O/C w/ A. Kaup re: Borrowers Committee Motion (.1); T/C w/ E. Daniels re: Borrower Committee motion (.3)	5.20	3,926.00
09/12/12	RINGER, RACHAEL L	Revise borrowers committee objection (.4), draft objection to PwC motion (6.8). T/C w/ A. Kaup re: Borrower Committee motion (.1); T/C w/ E. Daniels re: PwC motion (.3).	7.60	4,142.00
09/12/12	MANNAL, DOUGLAS	Revise Committee response to Borrower's committee motion.	1.40	1,106.00
09/13/12	ALLARD, NATHANIEL	Research joint and several liability obligations re: PwC motion.	4.30	1,784.50
09/13/12	TRACHTMAN, JEFFREY S.	Read PWC motion papers (2.1); edit borrower committee response (2.8)	4.90	4,361.00
09/13/12	SHAIN, ALIYA	Proofread (.7) and prepare for filing of Committee's Objection to Borrowers Committee Motion (.8); file (.4) and serve same (.1); prepare same for court (.3).	2.30	655.50
09/13/12	SHAIN, ALIYA	Research re: PWC retention for C. Siegel.	0.60	171.00
09/13/12	DANIELS, ELAN	Conference with R. Ringer and D. Mannal regarding PWC motion, reservation of rights (.8)	0.80	560.00
09/13/12	SIEGEL, CRAIG L	TCs w/ M. Landy concerning PwC document requests (.4); met w/ D. Mannal re: PwC motion (.4); draft PwC motion discovery requests to AFI and Debtors (7.3)	8.10	6,034.50
09/13/12	MANNAL, DOUGLAS	Conference with E. Daniels & R. Ringer re PWC objection (.8); meet w/ C. Siegel re: same (.4) legal research re same (1.2); C/w K. Eckstein re: PwC and Borrower motions (.8)	3.20	2,528.00

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09/13/12	FREJKA, ELISE S	Review and revise Committee Objection to Borrowers' Committee Motion (1.6); discuss same with R. Ringer (.2).	1.80	1,359.00
09/13/12	RINGER, RACHAEL L	Draft objection to PwC motion and retention applications (13.3). Conference w/ E. Daniels re: PwC motion (.8); Discuss Borrowers' Committee motion w/ E. Frejka (.2)	14.30	7,793.50
09/13/12	ECKSTEIN, KENNETH H.	C/w D. Mannal re PwC and Borrower Committee motions and response (.8)	0.80	792.00
09/14/12	KAUP, ANASTASIA N	Review Borrower Committee Motion response (.3); T/C w/ E. Frejka (.1) and emails w/ R. Ringer re: same (.1).	0.50	242.50
09/14/12	ECKSTEIN, KENNETH H.	C/w R. Ringer re PwC and Borrower motions	0.20	198.00
09/14/12	TRACHTMAN, JEFFREY S.	Review borrowers' committee objection (1.2), calls with K. Eckstein, re PwC (.4), emails with S. Zide, D. Mannal, C. Siegel re PwC motion (.6), revise PwC motion response (1.5)	3.70	3,293.00
09/14/12	SIEGEL, CRAIG L	Edit document requests to AFI and Debtors (2.7); analyze law firm motions (.4); TC w/ MoFo re: meet and confer (.1)	3.20	2,384.00
09/14/12	RINGER, RACHAEL L	Numerous revisions to PwC objection (1.9); T/C and e-mails with D. Mannal re: same (.5). Email w/ A. Kaup re: Borrower Committee motion (.1); T/C w/ K. Eckstein re: PwC and Borrower motions (.2); Discuss Debtors' draft objection re: Borrowers Committee w/ E/ Frejka (.2) call w/ E. Frejka, A. Klein re: same (.2)	3.10	1,689.50
09/14/12	MANNAL, DOUGLAS	Revise PwC objection (1.5); TCF and email with R. Ringer re same (.5); call with K. Eckstein re: PwC Motion (.3)	2.30	1,817.00
09/14/12	FREJKA, ELISE S	Draft insert for Committee Objection to Motion to Appoint Borrowers' Committee (1.6); review draft Debtors' Objection to Motion to Appoint Borrowers' Committee (.4); T/C w/ A. Kaup re: same (.1); discuss Debtors' draft objection with R. Ringer (.2); call with A. Klein, R. Ringer regarding Debtors' draft objection to Motion to Appoint Borrowers' Committee (.2); finalize Committee's Objection to Borrowers' Committee Motion (.6).	3.10	2,340.50

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09/14/12	ECKSTEIN, KENNETH H.	Review Borrower Committee response, comment re: same(.5)	0.50	495.00
09/14/12	ECKSTEIN, KENNETH H.	Call w/D. Mannal re PWC (.3); C/w J. Trachtman re same (.4);	0.70	693.00
09/16/12	TRACHTMAN, JEFFREY S.	Emails with E. Daniels and R. Ringer re PwC motion (.5).	0.50	445.00
09/16/12	ECKSTEIN, KENNETH H.	Review (.6) and revise (.6) PWC motion.	1.20	1,188.00
09/17/12	TRACHTMAN, JEFFREY S.	Edit PwC response (2.9), emails w. R. Ringer, D. Mannal, K. Eckstein, re PwC motion (.8), review related pleadings (1.1).	4.80	4,272.00
09/17/12	DANIELS, ELAN	Review objection to PWC Motion (.8) and email correspondence to R. Ringer, D. Mannal regarding same (.3)	1.10	770.00
09/17/12	MANNAL, DOUGLAS	Revise PWC objection (2.3); TCF with W&C re same (.5)	2.80	2,212.00
09/17/12	RINGER, RACHAEL L	E-mails with D. Mannal re: PwC Motion issues (.4), revise draft response re: same (3.8), review WT objection to PwC Motion, e-mails to D. Mannal re: same (.4), further revise PwC response (.8).	5.40	2,943.00
09/18/12	O'NEILL, P. BRADLEY	Review materials re PWC motion (2.6); MTW D. Mannal , C. Siegel re same (.5); attend portion of phone conference with Debtors re same (1.0)	4.10	3,239.00
09/18/12	SIEGEL, CRAIG L	Prepare for and participate in meet and confer with Debtors (3.4); analyze Kirkland discovery letter (.3); met w/ D. Mannal and B. O'Neill re: PwC motion (.5)	4.20	3,129.00
09/18/12	RINGER, RACHAEL L	Numerous revisions to PwC objection (7.1); review consent order re: same (3.6).	10.70	5,831.50
09/18/12	MANNAL, DOUGLAS	Revise PWC objection re: comments received by the committee members (1.4); meet w/ B. O'Neill and C. Siegel re: same (.5) research Federal Reserve Consent orders issued in other cases (2.3); attend portion of meeting and confer with Debtors re PWC docs (.2)	4.40	3,476.00
09/18/12	FREJKA, ELISE S	Review Debtors' filed objection to appointment of Borrowers' Committee (.5); review Citi limited objection to appointment of Borrowers' Committee (.2).	0.70	528.50
09/19/12	KAUP, ANASTASIA N	Revise omnibus objection re: PwC motion (4.3); emails w/ R. Ringer re: same (.3).	4.60	2,231.00

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09/19/12	VANARIA, HUNTER	File response to PwC motion (.7); emails with R. Ringer re same (.2); prepare and file Reservation of Rights re: MoCo motion (.6); emails with R. Ringer re same (.3); arrange for service of filings (.2).	2.00	620.00
09/19/12	TRACHTMAN, JEFFREY S.	Edit PwC pleading (3.7), emails with R. Ringer, D. Mannal, K Eckstein re PwC motion (.5).	4.20	3,738.00
09/19/12	O'NEILL, P. BRADLEY	Emails w/ J. Trachtman, D. Mannal, R. Ringer re PwC motion (.3), review papers re: same (.6)	0.90	711.00
09/19/12	SIEGEL, CRAIG L	Prepare for meet and confer with Kirkland re: discovery requests	0.40	298.00
09/19/12	RINGER, RACHAEL L	Revise reservation of rights re: independent directors motion (.1); review and revise PwC objection re: cite checking and Committee comments (.5)	0.60	327.00
09/19/12	MANNAL, DOUGLAS	Final edits to the PWC objection (.3); email with J. Trachtman re same (.2); call with K. Eckstein re: same (.8).	1.30	1,027.00
09/19/12	ECKSTEIN, KENNETH H.	C/w D. Mannal re PWC, review pleadings (.8)	0.80	792.00
09/20/12	KAUP, ANASTASIA N	Emails w/ R. Ringer re: PwC Motion (.1).	0.10	48.50
09/20/12	MIRVIS, DORI Y	Research case law re: Appointment of additional Committee (.6).	0.60	291.00
09/20/12	ARCHER, CAROL	Meeting w/ D. Michaelson re research consent order (.1), emails re: same (.1).	0.20	140.00
09/20/12	VANARIA, HUNTER	Prepare PwC binder for G. Horowitz (1.6); emails with R. Ringer re same (.4).	2.00	620.00
09/20/12	HOROWITZ, GREGORY A.	Conference w/ D. Mannal re PWC retention objection (.7); correspondence J. Trachtman re same (.6); T/C w/ C. Siegel re PWC discovery (.4); review PwC pleadings (.7).	2.40	2,076.00
09/20/12	SIEGEL, CRAIG L	Participate in meet and confer with Kirkland (1.5); draft detailed email memo summary of same (1.2); TCs w/ G. Horowitz re: search terms for PwC discovery (.4); draft email to MoFo re: PwC discovery (.3)	3.40	2,533.00
09/20/12	MANNAL, DOUGLAS	Attend call with Ally and K. Eckstein re PWC doc production (1.4); office conference with G. Horowitz re objection (.7)	2.10	1,659.00

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09/20/12	RINGER, RACHAEL L	Meet with D. Michaelson re: review of consent orders (.3), review chart re: same (.2), revise same (.4)	0.90	490.50
09/20/12	ECKSTEIN, KENNETH H.	C/w D. Mannal and Ally re PWC motion	1.40	1,386.00
09/21/12	MIRVIS, DORI Y	Research case law re: standard for motion to dismiss and conversion to a Chapter 7 case (.6); Draft summary re: same (.5).	1.10	533.50
09/21/12	SHAIN, ALIYA	Create binder of Borrowers Committee Objections and cases cited.	2.00	570.00
09/21/12	HOROWITZ, GREGORY A.	Review PWC pleadings (1.2); review PwC engagement letter (.5)	1.70	1,470.50
09/21/12	SIEGEL, CRAIG L	TC w/ D. Mannal re: PwC motion discovery	0.10	74.50
09/21/12	RINGER, RACHAEL L	Emails with D. Mannal re: PwC objection (.1) and call with Jones Day and D. Mannal re: same (1.3), review additional exhibits to PwC Motion, e-mails with D. Mannal re: same (.4)	1.80	981.00
09/21/12	MANNAL, DOUGLAS	TCF with Jones Day and R. Ringer re regulatory issues re consent order (1.3); review consent order re same (2.3); review supplemental exhibit filed by Debtors (.3). T/C w/ C. Siegel re: PwC motion (.1)	4.00	3,160.00
09/24/12	HOROWITZ, GREGORY A.	Review PWC motion.	0.40	346.00
09/24/12	ECKSTEIN, KENNETH H.	Emails with D. Mannal re PWC and discovery (.7).	0.70	693.00
09/25/12	HOROWITZ, GREGORY A.	Office conference w R. Ringer, C. Siegel re PWC retention motion discovery, status conference issues (.8); review e-mails from/to C. Siegel, S. Engelhardt et al. re discovery (.4); review Ally statement of position (.5)	1.70	1,470.50
09/25/12	TRACHTMAN, JEFFREY S.	Review filings re PwC (1.2).	1.20	1,068.00
09/25/12	MANNAL, DOUGLAS	Review Board minutes re allocation of expense between AFI and Debtors re consent order (1.1); research re monoline decisions and Rakoff decision (.3); call with R. Ringer and Jones Day re: consent orders (1.0).	2.40	1,896.00
09/25/12	SIEGEL, CRAIG L	Call w/ G. Horowitz re: discovery issues and hearing prep (.8); read and analyze Debtors' and AFI's PwC-related filings (1.7).	2.50	1,862.50
09/25/12	FREJKA, ELISE S	Prepare for hearing on Motion for Appointment of Borrowers' Committee.	1.40	1,057.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/12	RINGER, RACHAEL L	Draft hearing notes for borrowers Committee motion (2.0), review pleadings re: same (2.5), call with D. Mannal and Jones Day re: consent orders (1.0) meeting with D G. Horowitz and C. Siegel re: PwC (.8); Emails w/ D. Mannal re: borrowers committee motion (.5), review Ally statement re: PwC motion (.3)	7.10	3,869.50
09/26/12	MANNAL, DOUGLAS	Review Board minutes re allocation of expense between AFI and Debtors re consent order (2.3); research re monoline decisions (1.4); analyze AFI liability issues (.9)	4.60	3,634.00
09/26/12	MANNAL, DOUGLAS	Draft talking point outline re Borrower's committee as hearing prep (6.4); TCF with MoFo re same and PwC motion (.7)	7.10	5,609.00
09/26/12	SIEGEL, CRAIG L	Call w/ G. Horowitz re: discovery issues and hearing prep (1.0); analyze Debtors' and AFI's PwC-related filings (.6)	1.60	1,192.00
09/26/12	MANNAL, DOUGLAS	TCF with counsel from White & Case re upcoming hearing on PWC and Borrower's committee motion (.7).	0.70	553.00
09/26/12	HOROWITZ, GREGORY A.	Review e-mails re privilege, custodians (.8); Review document production letters, consent decree (3.7); t/c with C. Siegel and R. Ringer re hearing prep (1.0); review S. Engelhardt and P. Bryan document position letters, position statement (1.7).	7.20	6,228.00
09/26/12	RINGER, RACHAEL L	Draft talking points for borrower committee hearing (4.4), t/c with MoFo re: PwC motion and borrower committee motion (.7), t/c with C. Siegel and G. Horowitz re: PwC discovery and hearing prep (1.0)	6.10	3,324.50
09/27/12	SHAIN, ALIYA	Coordinate production of PwC binder .	0.50	142.50
09/27/12	O'NEILL, P. BRADLEY	CFs D. Mannal re PWC motion.	0.40	316.00
09/27/12	MOSES, MATTHEW B	Review PwC motion and exhibits (3.1), meet w/ C. Siegel re: same (.6).	3.70	2,534.50
09/27/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re PWC motion (.7); office conference with B. O'Neill, re same (.4); review Ally board presentation re liability (.1)	1.20	948.00
09/27/12	SIEGEL, CRAIG L	Meet with M. Moses re: PwC discovery research (.6); analyze FRB regulations and case law (3.5); emails w/ K. Denk re: bank privilege research (.2)	4.30	3,203.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/12	ECKSTEIN, KENNETH H.	O/c with D. Mannal re PWC discovery issues (.7)	0.70	693.00
09/28/12	MOSES, MATTHEW B	Emails with C. Siegel and R. Ringer re: PwC (.2). Review cases cited in debtors' papers (1.7); Search for forms of requests to FRB and FDIC (1.5).	3.40	2,329.00
09/28/12	MANNAL, DOUGLAS	Office conference with K. Eckstein and G. Horowitz re PWC response and discovery issues (.8); office conference with R. Ringer re same (.5)	1.30	1,027.00
09/28/12	HOROWITZ, GREGORY A.	Meeting with K. Eckstein and D. Mannal re PWC motion (.8); discussion with C. Siegel re same (1.0)	1.80	1,557.00
09/28/12	SIEGEL, CRAIG L	Correspond w/ S. Sparling re: FRB and privilege research (.3); emails w/ M. Moses re: research for PwC supplemental objection (.2); research FRB regulatory confidentiality issues (.8); call with FRB counsel re: same (2.1); TC w/ N. Simon re: call with FRB counsel (.2); call with N. Simon and D. Lemay at Chadbourne re: FRB call (.5); t/c with G. Horowitz re: PwC motion (1.0).	5.10	3,799.50
09/28/12	ECKSTEIN, KENNETH H.	O/C with G. Horowitz and D. Mannal re: PwC Motion (.8); review same (2.3).	3.10	3,069.00
09/30/12	RINGER, RACHAEL L	Draft and revise supplemental objection to PwC Motion(4.6), emails w. D. Mannal re: same (.5); T/C w/ C. Siegel re: PwC (.2)	5.30	2,888.50
09/30/12	SIEGEL, CRAIG L	Research (3.0) and begin drafting request to FRB (1.6); T/C with R. Ringer re: PwC motion (.2).	<u>4.80</u>	<u>3,576.00</u>
TOTAL			<u>351.10</u>	<u>\$239,534.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)October 31, 2012
Invoice No. 607659**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	13.30	13,167.00
BENTLEY, PHILIP	PARTNER	8.80	7,612.00
KAUFMAN, PHILIP	PARTNER	8.90	8,366.00
BESSONETTE, JOHN	PARTNER	1.20	948.00
MANNAL, DOUGLAS	PARTNER	18.90	14,931.00
HOROWITZ, GREGORY A.	PARTNER	4.20	3,633.00
LIU, GILBERT	PARTNER	2.00	1,630.00
FREJKA, ELISE S	SPEC COUNSEL	9.00	6,795.00
SIEGEL, CRAIG L	ASSOCIATE	2.40	1,788.00
WARSHALL-KATZ, ARIELLE	ASSOCIATE	6.00	4,200.00
LEVINE, ADINA C	ASSOCIATE	6.10	4,178.50
ZIDE, STEPHEN	ASSOCIATE	8.30	5,976.00
SHIFER, JOSEPH A	ASSOCIATE	0.80	536.00
SHARRET, JENNIFER	ASSOCIATE	1.40	938.00
RINGER, RACHAEL L	ASSOCIATE	18.70	10,191.50
ALLARD, NATHANIEL	ASSOCIATE	1.90	788.50
STACKPOOLE, ANNE	PARALEGAL	1.80	531.00
SHAIN, ALIYA	PARALEGAL	12.60	3,591.00
VANARIA, HUNTER	PARALEGAL	1.50	465.00
TOTAL		<u>127.80</u>	<u>\$90,265.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/12	SHARRET, JENNIFER	Draft hearing notes on Moelis, SMBP and Coherent retention applications (1.2); correspondence with Moelis, Latham, Cornell and Frankel re: attendance at hearing (.2)	1.40	938.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)October 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/12	ECKSTEIN, KENNETH H.	Office conference w/ D. Mannal re: hearing prep (.7)	0.70	693.00
09/10/12	SHAIN, ALIYA	Organize documents and hearing binders for 9/11 hearing (6.5); coordinate with R. Ringer re: same (.2); arrange courtcall for S. Zide emails w/ S. Zide and R. Ringer re: same (.4).	7.10	2,023.50
09/10/12	RINGER, RACHAEL L	Meeting with D. Mannal re: hearing prep (.8), draft talking points for subservicing hearing (.7), draft talking points for exclusivity objection (2.0), prepare for hearing (1.3)	4.80	2,616.00
09/10/12	STACKPOOLE, ANNE	Organize documents in preparation for court conference.	1.80	531.00
09/10/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re hearing (.7); office conference with R. Ringer re same (.8); revise talking points on agenda items (.6)	2.10	1,659.00
09/10/12	MANNAL, DOUGLAS	Prep for (.4) and TCF with MoFo re hearing on subservicing (.9).	1.30	1,027.00
09/11/12	LIU, GILBERT	Telephonically attend portion of RMBS Hearing.	2.00	1,630.00
09/11/12	BESSONETTE, JOHN	Attend portion of hearing telephonically.	1.20	948.00
09/11/12	FREJKA, ELISE S	Prepare for FHFA hearing (1.5); attend hearing before Judge Glenn re: FHFA and Lift Stays (2.3).	3.80	2,869.00
09/11/12	BENTLEY, PHILIP	Attend bankruptcy court omnibus hearing re: RMBS.	2.30	1,989.50
09/11/12	RINGER, RACHAEL L	Prepare for (.6) and attend (2.3) hearing. Draft hearing update (.4), discuss same with S. Zide and D. Mannal (.3), e-mails to J. Shifer re: same (.1).	3.70	2,016.50
09/11/12	MANNAL, DOUGLAS	Attend ResCap omnibus hearing.	2.30	1,817.00
09/11/12	SHIFER, JOSEPH A	Attend part of retention hearing and coordinate appearance of A. Frankel and B. Cornell (.4), follow up emails re Moelis retention with S. Hasan (.2)	0.60	402.00
09/11/12	BENTLEY, PHILIP	Prep for hearing re Moelis and SMBP retentions (0.3).	0.30	259.50
09/11/12	LEVINE, ADINA C	Attend portion of Court conference re: RMBS status (2.1).	2.10	1,438.50
09/11/12	KAUFMAN, PHILIP	Attend hearing in court re: RMBS discovery status conference (2.3).	2.30	2,162.00
09/11/12	WARSHALL-KATZ, ARIELLE	Attend portion of court conference re: RMBS status conference (2).	2.00	1,400.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/12	ZIDE, STEPHEN	Listen to portion of RMBS hearing (1.2); emails with P. Bentley and K. Eckstein and R. Ringer re open points during same (.3).	1.50	1,080.00
09/11/12	ECKSTEIN, KENNETH H.	Attend Court hearing re RMBS, exclusivity, etc. (2.3)	2.30	2,277.00
09/11/12	ECKSTEIN, KENNETH H.	Review materials and prep for hearing (.8)	0.80	792.00
09/17/12	MANNAL, DOUGLAS	Prepare for RMBS update status hearing with J. Glenn (.4).	0.40	316.00
09/18/12	VANARIA, HUNTER	Prepare hearing binders with 9019 documents.	1.30	403.00
09/18/12	RINGER, RACHAEL L	Prepare for 9/19 hearing (1.5).	1.50	817.50
09/19/12	BENTLEY, PHILIP	Attend RMBS discovery conference.	3.60	3,114.00
09/19/12	RINGER, RACHAEL L	Prepare for hearing (1.0), e-mails with D. Mannal re: same (.3), attend portion of hearing telephonically (1.4).	2.70	1,471.50
09/19/12	MANNAL, DOUGLAS	Prep for (.4) and attend RMBS status hearing (3.6)	4.00	3,160.00
09/19/12	ZIDE, STEPHEN	Attend portion of conference call into court status conference on RMBS discovery issues.	3.00	2,160.00
09/19/12	KAUFMAN, PHILIP	Prepare for (2.2) and attend hearing before Judge Glenn (3.6)	5.80	5,452.00
09/19/12	WARSHALL-KATZ, ARIELLE	Prepare for (.4) and attend court conference re discovery (3.6)	4.00	2,800.00
09/19/12	BENTLEY, PHILIP	Prep for RMBS conference (1.8).	1.80	1,557.00
09/19/12	LEVINE, ADINA C	Review e-mail from K. Eckstein re: preparation for court conference, e-mails with A. Katz re: same (.4); attend court conference (3.6)	4.00	2,740.00
09/19/12	ECKSTEIN, KENNETH H.	Attend portion of status conference hearing re RMBS (3.0)	3.00	2,970.00
09/19/12	ECKSTEIN, KENNETH H.	Review materials and prep for hearing (.7)	0.70	693.00
09/20/12	VANARIA, HUNTER	Schedule court call for upcoming status conference.	0.20	62.00
09/21/12	BENTLEY, PHILIP	Attend telephonic court conference re RMBS 9019 schedule	0.80	692.00
09/21/12	ECKSTEIN, KENNETH H.	Attend portion of Court conference re scheduling of order (.5)	0.50	495.00
09/21/12	KAUFMAN, PHILIP	Attend telephonic conference with Court re: discovery and scheduling.	0.80	752.00
09/21/12	MANNAL, DOUGLAS	Prep for (.4) and attend portion of RMBS hearing (2).	2.40	1,896.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/12	SHAIN, ALIYA	Prepare materials for upcoming hearing (5.5).	5.50	1,567.50
09/26/12	ECKSTEIN, KENNETH H.	Conference call w/D. Mannal, R. Ringer re prep for court hearing, update (.9); review pleadings and materials re hearing and other developments (1.9)	2.80	2,772.00
09/26/12	MANNAL, DOUGLAS	Conference call with K. Eckstein and R. Ringer re upcoming hearing and strategy.	0.90	711.00
09/26/12	HOROWITZ, GREGORY A.	Prepare for hearing re: PwC motion (1.5)	1.50	1,297.50
09/26/12	SHIFER, JOSEPH A	Emails with R. Ringer, S. Zide and N. Allard re 9.27 hearing (.2)	0.20	134.00
09/26/12	ZIDE, STEPHEN	Emails with R. Ringer re expert retentions hearing prep (.2).	0.20	144.00
09/26/12	ZIDE, STEPHEN	Prepare for hearing on expert retentions (.8).	0.80	576.00
09/26/12	RINGER, RACHAEL L	Prepare for (.1) and attend call with D. Mannal and K. Eckstein re: hearing prep (.9)	1.00	545.00
09/27/12	ALLARD, NATHANIEL	Arrange Court Call line (.2) and listen telephonically to portions of hearing (1.7)	1.90	788.50
09/27/12	MANNAL, DOUGLAS	Prep for (2.0) and attend hearing on PWC status conference and Borrower's Committee response (3.1); discuss PwC hearing w/ G. Horowitz (.4).	5.50	4,345.00
09/27/12	HOROWITZ, GREGORY A.	Pre-hearing meeting w/ R. Ringer, C. Siegel (1.0); attend portion of hearing re PWC retention objection (1.3); c/w D. Mannal re same (.4)	2.70	2,335.50
09/27/12	FREJKA, ELISE S	Attend hearing before Judge Glenn.	3.10	2,340.50
09/27/12	FREJKA, ELISE S	Prepare for hearing regarding Motion to Appoint Borrower Committee (1.2); meeting with R. Ringer regarding post-hearing open issues (.9).	2.10	1,585.50
09/27/12	RINGER, RACHAEL L	Pre-hearing meeting w/ G. Horowitz & C. Siegel (1.0) ; and attend (3.1) hearing; follow up discussions with and E. Frejka re: same (.9).	5.00	2,725.00
09/27/12	ZIDE, STEPHEN	Prepare for hearing on retention of Chip Marrow and Analytic Focus (.8).	0.80	576.00
09/27/12	ZIDE, STEPHEN	Participate at portion of hearing re expert retentions, PWC, plan negotiations and borrower committee (2).	2.00	1,440.00
09/27/12	SIEGEL, CRAIG L	Attend portion of court hearing on PwC motion (1.4). Pre-hearing meeting w/ G. Horowitz, R. Ringer re: same (1.0)	2.40	1,788.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/27/12	ECKSTEIN, KENNETH H.	Attend portion of omnibus court hearing (2.5)	<u>2.50</u>	<u>2,475.00</u>
TOTAL			<u>127.80</u>	<u>\$90,265.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	1.20	948.00
RITTER, PAUL M	PARTNER	26.60	21,679.00
ZIDE, STEPHEN	ASSOCIATE	19.40	13,968.00
RINGER, RACHAEL L	ASSOCIATE	7.90	4,305.50
MIRVIS, DORI Y	ASSOCIATE	0.80	388.00
TOTAL		<u>55.90</u>	<u>\$41,288.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/12	ZIDE, STEPHEN	Review revised KEIP from MoFo (.4).	0.40	288.00
09/09/12	ZIDE, STEPHEN	Review Alix letter on revised KEIP (.4); emails with A. Holtz re same (.4); call with A. Holtz re same (.5); review and revise Committee email re same (.2); emails with J. Wishnew re same (.2).	1.70	1,224.00
09/10/12	ZIDE, STEPHEN	Review revised KEIP program for UCC call (.4); follow up with Mofo re same (.5).	0.90	648.00
09/11/12	RITTER, PAUL M	Prepare for (1.1) and telephone call with S. Zide, MoFo re: compensation for debtor employees (.9).	2.00	1,630.00
09/11/12	ZIDE, STEPHEN	Call with MoFo, P. Ritter re TARP issues for exec comp (.9).	0.90	648.00
09/12/12	RITTER, PAUL M	Review compensation material regarding TARP requirements.	2.80	2,282.00
09/13/12	RITTER, PAUL M	Correspond with S. Zide, A. Holtz, R. Ringer, all regarding Debtor's Motion to deal with AFI equity (.7); review presentation materials re: same (1.8)	2.50	2,037.50
09/13/12	ZIDE, STEPHEN	Emails with A. Holtz re executive comp (.2).	0.20	144.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)October 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/14/12	ZIDE, STEPHEN	Emails with J. Wishnew and A. Holtz re exec comp (.2).	0.20	144.00
09/16/12	RITTER, PAUL M	Review executive compensation presentation (2.0); telephone call with A. Holtz, S. Zide, and R. Ringer re: same (.5).	2.50	2,037.50
09/16/12	ZIDE, STEPHEN	Review exec comp presentation (.5); revise same (1); call with A. Holtz, P. Ritter and R. Ringer re same (.5); follow up emails with R. Ringer re same (.2).	2.20	1,584.00
09/16/12	RINGER, RACHAEL L	Review executive compensation presentation (.3), call with A. Holtz, P. Ritter, and S. Zide re: same (.5), e-mails with S. Zide re: same (.2).	1.00	545.00
09/19/12	ZIDE, STEPHEN	Emails with A. Holtz re exec comp (.1); follow up with Kirkland re same (.1).	0.20	144.00
09/21/12	RITTER, PAUL M	Review revised presentation regarding Top 3 compensation (2.6); telephone call w/ S. Zide and R. Ringer re: same (.4) telephone call with Alix, , S. Zide, and R. Ringer re: same (.8).	3.80	3,097.00
09/21/12	RINGER, RACHAEL L	Comment on executive compensation presentation (.9), call with S. Zide and P. Ritter re: same (.4), call with Alix, P. Ritter, and S. Zide re: same (.8)	2.10	1,144.50
09/21/12	ZIDE, STEPHEN	Review revised executive comp presentation (.5); speak with P. Ritter, R. Ringer re same (.4); call with R. Ringer, P. Ritter, and Alix re same (.8).	1.70	1,224.00
09/22/12	RINGER, RACHAEL L	Revise presentation to Committee re: executive compensation (1.1)	1.10	599.50
09/22/12	ZIDE, STEPHEN	Review revised presentation (.4); emails with R. Ringer re same (.2).	0.60	432.00
09/23/12	RINGER, RACHAEL L	Revisions to presentation re: executive compensation (1.8) call with, A Holtz, S. Tandberg, M. Eisenband, S. Zide, P. Ritter, re: executive comp presentation for Committee (1.7), prepare for same (.2)	3.70	2,016.50
09/23/12	RITTER, PAUL M	Review several drafts of presentation on Debtor's motion (2.3); telephone call with S. Zide, R. Ringer, and Alix re: same (1.7).	4.00	3,260.00
09/23/12	ZIDE, STEPHEN	Revise executive compensation presentation for the UCC (1.8); emails with R. Ringer and P. Ritter re same (.3); call with Alix, P. Ritter and R. Ringer re same (1.7)	3.80	2,736.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/24/12	RITTER, PAUL M	Revise presentation re: executive compensation (1.5); telephone call with MoFo and Alix re: same (1.5).	3.00	2,445.00
09/24/12	ZIDE, STEPHEN	Emails with R. Ringer and A. Holtz re AFI/deferred comp deal (.4)	0.40	288.00
09/25/12	RITTER, PAUL M	Mark up revised presentation on executive compensation.	2.00	1,630.00
09/25/12	ZIDE, STEPHEN	Review revised executive comp presentation (.5); email Alix comments re same (.4); emails with J. Wishnew re same (.2).	1.10	792.00
09/26/12	ZIDE, STEPHEN	Emails with M. McKane re TARP submissions (.2).	0.20	144.00
09/27/12	RITTER, PAUL M	Review (1.5) and revise (.5) power point on the compensation motion.	2.00	1,630.00
09/27/12	ZIDE, STEPHEN	Emails with J. Wishnew re TARP issues (.3). Emails with P. Ritter re severance issues (.1). Review (.4) and revise (.4) TARP presentation; emails with R. Ringer re same (.3). Email with Kirkland re Executive Compensation Term Sheet (.1); review same (.6); follow up emails with D. Mannal and A. Holtz re same (.3); revise presentation based on same (.2).	2.70	1,944.00
09/28/12	RITTER, PAUL M	Review final term sheet for agreement between AFI and Debtor regarding equity compensation (1.5); preparing and sending comments on same (.5).	2.00	1,630.00
09/28/12	MANNAL, DOUGLAS	Office conference with S. Zide re exec comp presentation (.4); revise same (.8)	1.20	948.00
09/28/12	ZIDE, STEPHEN	Revise TARP Presentation (1.3); emails with A. Holtz re same (.2); Office conference with D. Mannal re same (.4); emails with co-chairs re same (.3).	2.20	1,584.00
09/28/12	MIRVIS, DORI Y	Research case law re: employee incentive and retention programs (.5); Revise summary chart re: same (.3).	<u>0.80</u>	<u>388.00</u>
TOTAL			<u>55.90</u>	<u>\$41,288.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	4.10	4,059.00
MANNAL, DOUGLAS	PARTNER	9.00	7,110.00
RINGER, RACHAEL L	ASSOCIATE	6.70	3,651.50
MIRVIS, DORI Y	ASSOCIATE	1.00	485.00
ALLARD, NATHANIEL	ASSOCIATE	<u>36.30</u>	<u>15,064.50</u>
TOTAL		<u>57.10</u>	<u>\$30,370.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	RINGER, RACHAEL L	Prepare for (.1), and attend (2.4) meeting with Allstate re: claims.	2.50	1,362.50
09/04/12	ECKSTEIN, KENNETH H.	Meet with P. McElvaine (Allstate) re claim and case issues (2.4)	2.40	2,376.00
09/05/12	MANNAL, DOUGLAS	Research treatment of Committee member's claim	1.20	948.00
09/13/12	ALLARD, NATHANIEL	Research on treatment of creditor claims.	0.60	249.00
09/13/12	RINGER, RACHAEL L	Attend meeting with Rowena Drennen re: claims.	1.50	817.50
09/13/12	MANNAL, DOUGLAS	Prep for (.7); meet with D. Flanigan counsel to R. Drennen re claims and plan issues (1.5).	2.20	1,738.00
09/13/12	ECKSTEIN, KENNETH H.	Prep for (.2) and meet with D. Flanigan re Rowena Drennen claims (1.5)	1.70	1,683.00
09/14/12	MIRVIS, DORI Y	Research case law re: claims issues and settlements (.5); Revise summary chart re: same (.5).	1.00	485.00
09/14/12	ALLARD, NATHANIEL	Research (3.0) and review materials (1.5) re deficiency claims	4.50	1,867.50
09/15/12	ALLARD, NATHANIEL	Research re: treatment of creditor claims.	3.20	1,328.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/20/12	ALLARD, NATHANIEL	Emails w/ R. Ringer re: analyzing creditor claims (.3) and research and analyze re: same (2.7)	3.00	1,245.00
09/21/12	ALLARD, NATHANIEL	Analyze claims of litigation creditors.	1.20	498.00
09/23/12	ALLARD, NATHANIEL	Analyze claims of litigation creditors.	2.00	830.00
09/24/12	ALLARD, NATHANIEL	Draft summary of claims brought against Debtors.	6.70	2,780.50
09/24/12	RINGER, RACHAEL L	Call with MBIA re: claims (1.2)	1.20	654.00
09/24/12	MANNAL, DOUGLAS	Prep for (.4); and attend conference call with MBIA re plan issues (1.2)	1.60	1,264.00
09/25/12	ALLARD, NATHANIEL	Analyze securities claimant litigation.	5.10	2,116.50
09/27/12	ALLARD, NATHANIEL	Analyze claims of securities claimants (3.5); draft summary of same (3.7).	7.20	2,988.00
09/27/12	MANNAL, DOUGLAS	Coordinate meeting with FGIC, emails with R. Ringer re: same.	0.10	79.00
09/28/12	ALLARD, NATHANIEL	Review claims of monoline creditors.	0.80	332.00
09/28/12	MANNAL, DOUGLAS	Prep for (.4); and attend conference call with FGIC and their counsel re FGIC's claim (1.3); research issues raised in meeting re defenses to claims (2.2).	3.90	3,081.00
09/28/12	RINGER, RACHAEL L	Prep for (.2) and attend meeting with FGIC (1.3).	1.50	817.50
09/30/12	ALLARD, NATHANIEL	Review claims of monoline creditors.	<u>2.00</u>	<u>830.00</u>
TOTAL			<u>57.10</u>	<u>\$30,370.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	1.60	1,264.00
SHIFER, JOSEPH A	ASSOCIATE	1.20	804.00
DANIELS, ELAN	ASSOCIATE	0.30	210.00
RINGER, RACHAEL L	ASSOCIATE	9.80	5,341.00
MIRVIS, DORI Y	ASSOCIATE	0.90	436.50
ALLARD, NATHANIEL	ASSOCIATE	0.40	166.00
SHAIN, ALIYA	PARALEGAL	<u>1.20</u>	<u>342.00</u>
<u>TOTAL</u>		<u>15.40</u>	<u>\$8,563.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	SHIFER, JOSEPH A	Review 1102 motion re: information protocol (.3) and emails with R. Ringer re same (.2)	0.50	335.00
09/06/12	RINGER, RACHAEL L	Calls with Epiq re: Committee website and Epiq retention application (.2), review Committee website, e-mails with Epiq re: revisions to same (1.1), e-mails with Epiq and the UST re: 1102 Motion/Epiq retention application (.2), emails w/ J. Shifer re: same (.2); follow up with UST re: quarterly certifications (.1), further revisions to Committee website (.2)	2.00	1,090.00
09/07/12	SHAIN, ALIYA	File and serve 1102 motion (.6).	0.60	171.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/07/12	RINGER, RACHAEL L	Review and comment on Committee website (.4), revise Epiq/1102 motions, send to co-chairs (.3), follow up with Epiq re: revisions to website (.5), finalize Epiq/1102 motions for filing (2.5), revise same (.3), emails with J. Shifer re: same (.1), numerous e-mails with A. Shain re: same (.4), e-mails with J. Shifer re: revisions to same (.3), revise information agent application (.2)	5.00	2,725.00
09/07/12	SHIFER, JOSEPH A	Emails with R. Ringer re 1102 motion (.3) and review same (.4)	0.70	469.00
09/10/12	RINGER, RACHAEL L	Revise 1102 Motion (.9), finalize for filing (1.5); call with creditors re: case inquiries (.1)	2.50	1,362.50
09/13/12	MIRVIS, DORI Y	Revise summary chart re: same (.4); Research case law re: creditor access to information (.3); Revise summary chart re: creditor access to information (.2).	0.90	436.50
09/19/12	ALLARD, NATHANIEL	Emails w/ R. Ringer re: responding to creditor inquiries.	0.20	83.00
09/20/12	RINGER, RACHAEL L	Calls with creditors re: creditor inquiries.	0.30	163.50
09/24/12	SHAIN, ALIYA	Draft certificate of No Objection re: 1102 Motion (.6)	0.60	171.00
09/26/12	MANNAL, DOUGLAS	TCF with Bondholder re RMBS litigation (1.1)	1.10	869.00
09/27/12	ALLARD, NATHANIEL	Calls with creditors re: case inquiries.	0.20	83.00
09/27/12	DANIELS, ELAN	T/C with assorted unsecured bond creditors re: case inquiries (.3)	0.30	210.00
09/27/12	MANNAL, DOUGLAS	TCF with Bondholder re hearing.	0.50	395.00
TOTAL			<u>15.40</u>	<u>\$8,563.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
BENTLEY, PHILIP	PARTNER	1.50	1,297.50
MANNAL, DOUGLAS	PARTNER	1.20	948.00
FREJKA, ELISE S	SPEC COUNSEL	1.10	830.50
ZIDE, STEPHEN	ASSOCIATE	9.90	7,128.00
SHIFER, JOSEPH A	ASSOCIATE	4.70	3,149.00
SHARRET, JENNIFER	ASSOCIATE	19.90	13,333.00
RINGER, RACHAEL L	ASSOCIATE	4.20	2,289.00
MIRVIS, DORI Y	ASSOCIATE	1.50	727.50
ALLARD, NATHANIEL	ASSOCIATE	1.00	415.00
SHAIN, ALIYA	PARALEGAL	6.60	1,881.00
VANARIA, HUNTER	PARALEGAL	<u>1.20</u>	<u>372.00</u>
TOTAL		<u>52.80</u>	<u>\$32,370.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/03/12	SHARRET, JENNIFER	Review email from MoFo re: inquiries on Moelis and SMBP and email with Moelis re: same; emails with B. Cornell re: retention application; emails with A. Frankel re: engagement letter.	0.30	201.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	SHARRET, JENNIFER	Multiple emails with Moelis re: Debtors' inquiries on retention application (.4); t/c with clerk re: SMBP retention (.2); t/c with U.S. Trustee re: SMBP and Coherent retention (.3); draft statement and supplemental declarations for SMBP and Coherent retentions (3.3); emails and t/c with E. Frejka re: same (.5); multiple emails with A. Frankel re: same (.5); c/f call with MoFo and Moelis re; Moelis retention application (.5); follow-up t/c with J. Dermont re: same (.2); correspondence with potential underwriting experts and emails with P. Bentley and S. Zide re: same (.5)	6.40	4,288.00
09/04/12	VANARIA, HUNTER	Review (.4) and revise (.2) second Kelly declaration; prepare and file same (.5); arrange for service of same (.1).	1.20	372.00
09/04/12	BENTLEY, PHILIP	Review expert retention papers (0.5), and emails w/ S. Zide and J. Sharret re same (0.3)	0.80	692.00
09/04/12	ZIDE, STEPHEN	Emails with J. Sharret and Moelis re Mofo questions re expanded retention application (1). Emails with P. Bentley and J. Sharret re retention of supplemental experts for RMBS (.7).	1.70	1,224.00
09/04/12	FREJKA, ELISE S	Review and revise Coherent retention application and declaration (.4); calls with J. Sharret regarding same (.2); review proposed changes from expert and discuss with J Sharret (.3).	0.90	679.50
09/05/12	SHARRET, JENNIFER	Revise statement on SMBP and Coherent retention and send to U.S. Trustee (.2); emails with J. Wishnew and J. Dermont re: Moelis application (.2); revise Moelis order (.5); draft Analytic Focus retention application/declaration (1.2); draft Morrow retention application (1.9); revise Morrow engagement letter (.4); correspondence with Morrow and A.Cowan re: respective retention declarations (.3)	4.70	3,149.00
09/05/12	ZIDE, STEPHEN	Emails with J. Sharret re retentions of J.F. Marrow and Analytic Focus (.8).	0.80	576.00
09/05/12	SHIFER, JOSEPH A	Emails with J. Sharret, S. Zide, J. Dermont, and Y. Rozov re Moelis retention order (.3).	0.30	201.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/12	SHARRET, JENNIFER	Draft Morrow retention application/declaration (1.5); emails with Morrow re: retention declaration (.4); revise Analytic Focus retention application (.7); multiple emails with A. Cowan re: retention declaration (.5); coordinate signature pages for engagement letters with P. Bentley, Morrow, Cowan and Frankel (.5); draft email to P. Bentley, S. Zide, R. Ringer re: status of retention applications (.3); correspondence with Debtors' counsel and U.S. Trustee re: statement on Coherent and SMBP retention applications (.4); finalize statement re: Coherent and SMPB retention application (.5); coordinate filing of same (.2)	5.00	3,350.00
09/06/12	BENTLEY, PHILIP	Emails w/ J. Sharret re Moelis and SMBP retentions	0.20	173.00
09/06/12	SHAIN, ALIYA	Proof-read SMBP retention application (1.0); prepare for filing (.5); file and serve same (.5).	2.00	570.00
09/06/12	SHAIN, ALIYA	Edit SMBP retention application.	0.80	228.00
09/06/12	ZIDE, STEPHEN	Emails with P. Bentley and J. Sharret re retentions of Chip Marrow and Analytic Focus (.4).	0.40	288.00
09/06/12	RINGER, RACHAEL L	E-mails with A. Shain re: retention application for Analytic Focus (.2), review same (.2)	0.40	218.00
09/07/12	SHARRET, JENNIFER	T/c and emails with A. Cowan re: Analytic Focus retention application/declaration (.5); t/c with S. Zide re: retention applications and multiple emails with S. Zide, P. Bentley and R. Ringer re: same (.4); emails with J F. Morrow re: retention application and declaration and revise same (.2)	1.10	737.00
09/07/12	RINGER, RACHAEL L	Review retention application chart for Analytic Focus (.2)	0.20	109.00
09/07/12	ZIDE, STEPHEN	Emails and calls with J. Sharret, MoFo and chambers re filing of expert retention applications (.4); review pleadings re same (.4).	0.80	576.00
09/07/12	SHAIN, ALIYA	Draft (.5) and revise (.2) chart re: Analytic Focus retention application.	0.70	199.50
09/09/12	ZIDE, STEPHEN	Emails with Moelis re expert retention (.2).	0.20	144.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/09/12	SHARRET, JENNIFER	Review emails re: Core Logic indemnification and draft email to S. Zide re: same (.4); review Morrow retention application and emails with Morrow re: finalizing same (.5); revise Analytic Focus retention application/declaration (.8); multiple emails to A. Cowan and R. Ringer re: Cowan retention declaration (.4); draft detailed email to S. Zide and R. Ringer re: status of retention applications (.3)	2.40	1,608.00
09/10/12	BENTLEY, PHILIP	Discussions with S. Zide and emails with S. Zide re pending RMBS expert.	0.20	173.00
09/10/12	RINGER, RACHAEL L	Review OCP affidavits (.2), emails with J. Shifer and S. Zide re: RMBS retentions (.2), confer w/ J. Shifer re: same (.1).	0.50	272.50
09/10/12	SHIFER, JOSEPH A	Numerous emails with S. Zide re indemnity issues (.3), research re same (.7) confs with S. Hasan re same (.4), revisions to Moelis retention order re same and emails with J. Wishnew re same (.6), emails/conference with US Trustee re same (.5), confs with B. Cornell re retention hearing (.3), follow up t/c re final Moelis order with S. Zide (.3), review Epig retention application (.2) and conference with R. Ringer re same (.1), conference with A. Frankel re retention hearing (.3), emails to A. Shain re retention hearing (.4).	4.10	2,747.00
09/10/12	ZIDE, STEPHEN	Emails with Moelis re revisions to retention order (.7); correspond with J. Shifer re same (.3); emails with R. Ringer and Mofo re retentions of Chip Marrow and Analytic (.5); markup drafts of same (1.2). Discuss w/ P. Bentley re: pending retention applications (.2)	2.90	2,088.00
09/11/12	BENTLEY, PHILIP	Review final draft of Analytic Focus and Morrow retention apps. (0.3)	0.30	259.50
09/11/12	SHAIN, ALIYA	Prepare binder of Affidavits of Disinterestedness (1.5).	1.50	427.50
09/11/12	RINGER, RACHAEL L	Review Analytic Focus and Morrow retention applications (.5), further revise same (.4), e-mails with co-chairs re: same (.2), finalize retention applications for filing (1.2), review notices re: same (.4)	2.70	1,471.50
09/11/12	MANNAL, DOUGLAS	TCF with potential conflict counsel re: retentions (.8)	0.80	632.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/11/12	ZIDE, STEPHEN	Email P. Bentley re Moelis order changes (.3). Finalize Analytic Focus and Marrow applications (.5); emails with J. Sharret and R. Ringer re same (.3).	1.10	792.00
09/11/12	ZIDE, STEPHEN	Emails with potential conflict counsels (.6).	0.60	432.00
09/11/12	SHAIN, ALIYA	Proofread (.8) and revise Analytic retention application (.8)	1.60	456.00
09/13/12	SHIFER, JOSEPH A	Emails with S. Hasan re Moelis retention order (.3)	0.30	201.00
09/20/12	FREJKA, ELISE S	Emails w/ R. Ringer re: disclosure issues in connection with Kramer Levin retention.	0.20	151.00
09/20/12	ZIDE, STEPHEN	Emails and calls with Mofo (.2) and P. Bentley (.1) and experts (.2) re retention issues.	0.50	360.00
09/21/12	MANNAL, DOUGLAS	Discussions with R. Ringer re: conflicts counsel (.4)	0.40	316.00
09/21/12	RINGER, RACHAEL L	Discussions and e-mails with D. Mannal re: conflicts counsel (.4)	0.40	218.00
09/21/12	ZIDE, STEPHEN	Emails with experts and MoFo re experts retentions (.6).	0.60	432.00
09/22/12	ZIDE, STEPHEN	Email with P. Bentley re expert retention (.2).	0.20	144.00
09/24/12	MIRVIS, DORI Y	Research case law re: retention issues (.9); Revise summary chart re: same (.6).	1.50	727.50
09/28/12	ALLARD, NATHANIEL	Prepare orders for retention of Analytic Focus and J.F. Morrow	0.40	166.00
09/28/12	ALLARD, NATHANIEL	Prepare supplemental declaration for KL retention.	0.60	249.00
09/30/12	ZIDE, STEPHEN	Emails with R. Ringer re retention orders (.1).	<u>0.10</u>	<u>72.00</u>
TOTAL			<u>52.80</u>	<u>\$32,370.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)October 31, 2012
Invoice No. 607659**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
RINGER, RACHAEL L	ASSOCIATE	18.70	10,191.50
MIRVIS, DORI Y	ASSOCIATE	0.20	97.00
ALLARD, NATHANIEL	ASSOCIATE	7.10	2,946.50
SHAIN, ALIYA	PARALEGAL	31.00	8,835.00
GOOT, RACHEL L	PARALEGAL	<u>51.60</u>	<u>15,222.00</u>
TOTAL		<u>108.60</u>	<u>\$37,292.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.0); review disbursements and other charges re: same (3.4).	6.40	1,888.00
09/04/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	5.80	1,653.00
09/05/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.8); review disbursements re: same (1.4).	5.20	1,534.00
09/05/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	9.70	2,764.50
09/06/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	6.00	1,770.00
09/06/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (5.0); emails with R. Ringer re: same (.2).	5.20	1,482.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/06/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (.4), follow up e-mails with P. Kaufman and A. Shain re: same (.2), numerous e-mails with R. Goot and A. Shain re: same (.4)	1.00	545.00
09/07/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.00	295.00
09/07/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	0.50	272.50
09/10/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	0.80	436.00
09/11/12	MIRVIS, DORI Y	Emails with R. Ringer re: bill (.2).	0.20	97.00
09/11/12	ALLARD, NATHANIEL	Meet with R. Ringer re: reviewing bill and trustee guidelines.	0.40	166.00
09/11/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.50	622.50
09/11/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	1.80	981.00
09/12/12	ALLARD, NATHANIEL	Attend portion of meeting with R. Ringer, R. Goot, and A. Shain re U.S. Trustee guidelines	0.10	41.50
09/12/12	GOOT, RACHEL L	Meeting with R. Ringer, A. Shain and N. Allard re: bill (.3); Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.7).	4.00	1,180.00
09/12/12	SHAIN, ALIYA	Meet with R. Ringer, R. Goot and N. Allard to discuss July Bill (.3); review bill to ensure compliance with fee guidelines (3.5).	3.80	1,083.00
09/12/12	RINGER, RACHAEL L	Attend meeting with N. Allard, A. Shain R. Goot re: billing guidelines (.3)	0.30	163.50
09/13/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.30	539.50
09/14/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	2.80	1,162.00
09/14/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	4.00	2,180.00
09/15/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.00	415.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/18/12	GOOT, RACHEL L	Conference with F. Arias re: disbursements (.5); Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (5.5).	6.00	1,770.00
09/19/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	6.80	2,006.00
09/20/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	8.50	2,507.50
09/20/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	5.10	2,779.50
09/21/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	1.60	872.00
09/23/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	1.40	763.00
09/24/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.90	560.50
09/25/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.5), review disbursements and expenses re: same (1.8).	4.30	1,268.50
09/27/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	4.00	1,140.00
09/27/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.50	442.50
09/28/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.50	712.50
09/28/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1.3), call with A. Frankel re: billing (.3), call with SMBP re: billing, e-mails re: same (.3), review pleading re: fees update (.3)	<u>2.20</u>	<u>1,199.00</u>
TOTAL			<u>108.60</u>	<u>\$37,292.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)

October 31, 2012
Invoice No. 607659

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	16.90	12,759.50
RAPPAPORT, JASON	ASSOCIATE	3.20	2,032.00
MIRVIS, DORI Y	ASSOCIATE	1.50	727.50
KAUP, ANASTASIA N	ASSOCIATE	<u>5.30</u>	<u>2,570.50</u>
TOTAL		<u>26.90</u>	<u>\$18,089.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	KAUP, ANASTASIA N	Review recent filings re: automatic stay issues (.2); update summary spreadsheet re: same (.2).	0.40	194.00
09/04/12	RAPPAPORT, JASON	Discussion with E. Frejka re: FHFA proceedings and related issues (.3); review documents re: same (1.3)	1.60	1,016.00
09/04/12	FREJKA, ELISE S	Review and analyze second lien relief motions scheduled for hearing on September 11, 2011 and Debtors' proposed resolution of same (2.5); review Green Planet summary of stipulation for circulation to Committee and comments to R. Ringer (.3). Discuss w/ J. Rappaport re: FHFA proceedings and related issues (.3)	3.10	2,340.50
09/06/12	RAPPAPORT, JASON	Monitor FHFA proceedings and review related filings.	0.70	444.50
09/07/12	FREJKA, ELISE S	Review FHFA letter to court (.2).	0.20	151.00
09/07/12	RAPPAPORT, JASON	Monitor FHFA actions for new filings (.2); review same (.7)	0.90	571.50
09/09/12	FREJKA, ELISE S	Review status of September 11 motions and draft email update (.8); lift-stay analysis of motion regarding junior liens (.8).	1.60	1,208.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/10/12	KAUP, ANASTASIA N	Review recent filings re: automatic stay relief, foreclosures (.3); revise/update summary spreadsheet re: same (.2); email w/ E. Frejka re: same (.1).	0.60	291.00
09/18/12	FREJKA, ELISE S	Call with J. Newton regarding second lien relief from stay motions scheduled for September 27, 2012 and informal requests to stipulate to relief (1.6); review underlying documentation for motions and analysis of same (1.3).	2.90	2,189.50
09/19/12	FREJKA, ELISE S	Review informal requests for stay relief from first lien holders (1.8); advise Committee position to J. Newton re: same (.3).	2.10	1,585.50
09/20/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (1.9); update spreadsheet summarizing same (.5); emails w/ E. Frejka re: same (.1).	2.50	1,212.50
09/20/12	FREJKA, ELISE S	Review and analyze Chase objection to Second Lien Relief Procedures Motion (.4); email with R. Ringer regarding same and Committee position (.2).	0.60	453.00
09/21/12	MIRVIS, DORI Y	Research case law re: standards to lift an automatic stay (1); Revise summary chart re: same (.5).	1.50	727.50
09/25/12	FREJKA, ELISE S	Review lift stay pleadings scheduled for hearing on September 27, 2012 (2.1); prepare for hearing regarding same (1.0); call with A Klein regarding open issues for hearing (.5).	3.60	2,718.00
09/28/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay, foreclosures (1.1); summarize same and update summary spreadsheet re: same (.6); emails w/ E. Frejka re: same (.1).	1.80	873.00
09/28/12	FREJKA, ELISE S	Analyze second lien stay relief motions and underlying documents and provide Committee recommendation to J. Newton (2.1); review California Department of Transportation motion for relief from stay and proposed stipulation (.6); email to N. Ross regarding Committee position on California Motion to relief from stay (.1).	<u>2.80</u>	<u>2,114.00</u>
TOTAL			<u>26.90</u>	<u>\$18,089.50</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

December 31, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 609753
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through October 31, 2012,
as per the attached time detail.

FEES	\$4,616,296.50
DISBURSEMENTS AND OTHER CHARGES	<u>115,609.70</u>
INVOICE TOTAL	<u>\$4,731,906.20</u>

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 609753
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.10	1,089.00
MANNAL, DOUGLAS	PARTNER	1.00	790.00
RINGER, RACHAEL L	ASSOCIATE	5.00	2,725.00
ALLARD, NATHANIEL	ASSOCIATE	8.10	3,361.50
SHAIN, ALIYA	PARALEGAL	9.60	2,736.00
VANARIA, HUNTER	PARALEGAL	<u>0.90</u>	<u>279.00</u>
TOTAL		<u>25.70</u>	<u>\$10,980.50</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	15,074.67
CONFERENCE CALLS	23,069.92
WESTLAW ON-LINE RESEARCH	36,558.44
LEXIS/NEXIS ON-LINE RESEARCH	28,023.45
MESSENGER/COURIER	265.40
CAR SERVICE/CAB FARES	4,744.69
OVERTIME MEALS/IN-HOUSE	3,443.87
CORP. SVC. FILING FEES	97.04
MEETINGS	<u>4,332.22</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$115,609.70</u>

DETAIL OF SERVICES

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	SHAIN, ALIYA	Update case calendar with upcoming dates.	0.20	57.00
10/01/12	RINGER, RACHAEL L	Update Committee case calendar, e-mails with D. Mannal re: same (.4).	0.40	218.00
10/02/12	SHAIN, ALIYA	Update case calendar with upcoming dates (.6).	0.60	171.00
10/03/12	SHAIN, ALIYA	Update case calendar with new dates (.5).	0.50	142.50
10/03/12	SHAIN, ALIYA	Update case calendar (.2); calendar omnibus hearing dates (.3).	0.50	142.50
10/04/12	ALLARD, NATHANIEL	Meet R. Ringer re: case management and WIP (.6); follow-up emails with A. Kaup (.4) and R. Ringer (.2) re: same; update case calendar (1.6); review docket (.9)	3.70	1,535.50
10/04/12	VANARIA, HUNTER	Compile cases for J. Shifer.	0.40	124.00
10/04/12	RINGER, RACHAEL L	Meeting with N. Allard re: case calendar and WIP (.6)	0.60	327.00
10/04/12	RINGER, RACHAEL L	Revise case calendar, e-mails to A. Kaup and N. Allard re: same (.5).	0.50	272.50
10/05/12	ALLARD, NATHANIEL	Update case calendar (1.3); review docket (.4) and analyze new filings (.8)	2.50	1,037.50
10/05/12	SHAIN, ALIYA	Update case calendar with new Sale dates (.5); pull and organize recently filed pleadings (.4).	0.90	256.50
10/05/12	RINGER, RACHAEL L	Revise case calendar, e-mails to A. Kaup re: same (.3)	0.30	163.50
10/10/12	RINGER, RACHAEL L	Review and update case calendar, discuss same with A. Shain (.3), emails with N. Allard re: case assignments (.2)	0.50	272.50
10/10/12	SHAIN, ALIYA	Update case calendar with new hearing dates and objection deadlines (.3); discuss same with R. Ringer (.3).	0.60	171.00
10/11/12	SHAIN, ALIYA	Organize case calendar for multiple team members.	0.90	256.50
10/12/12	MANNAL, DOUGLAS	Office conference with R. Ringer re WIP	0.40	316.00
10/12/12	RINGER, RACHAEL L	Meet with D. Mannal WIP (.4); emails with S. Zide re: same (.1).	0.50	272.50
10/15/12	RINGER, RACHAEL L	Emails with D. Mannal re: WIP (.2)	0.20	109.00
10/16/12	SHAIN, ALIYA	Organize and circulate recently filed pleadings (.6); update case calendar (.4).	1.00	285.00
10/18/12	SHAIN, ALIYA	Pull and organize recently filed pleadings.	1.20	342.00
10/19/12	ALLARD, NATHANIEL	Review recently filed motions, objections (.3), distribute same to KL team (.3)	0.60	249.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/19/12	SHAIN, ALIYA	Organize objections to standing motion for J. Shifer.	1.00	285.00
10/22/12	ALLARD, NATHANIEL	Monitor docket and distribute new pleadings re: same	0.40	166.00
10/22/12	SHAIN, ALIYA	Organize and circulate recently filed pleadings (.7); update case calendar (.3).	1.00	285.00
10/23/12	ALLARD, NATHANIEL	Monitor docket (.2), draft updates re: same (.2); review entered orders (.1)	0.50	207.50
10/24/12	VANARIA, HUNTER	Compile and circulate recently filed pleadings.	0.50	155.00
10/25/12	ALLARD, NATHANIEL	Monitor docket (.2), distribute updates re: same (.2)	0.40	166.00
10/26/12	SHAIN, ALIYA	Pull all recent filings from case docket (.6); organize and circulate for team (.6).	1.20	342.00
10/31/12	MANNAL, DOUGLAS	TCF with R. Ringer re WIP (.4); follow-up emails with R. Ringer re: same (.2).	0.60	474.00
10/31/12	ECKSTEIN, KENNETH H.	Meet with R. Ringer re: WIP and open case items.	1.10	1,089.00
10/31/12	RINGER, RACHAEL L	Call with D. Mannal re: WIP and open items (.4), revise WIP (.3), meeting with K. Eckstein re: same (1.1), follow up emails with D. Mannal re: same (.2)	<u>2.00</u>	<u>1,090.00</u>
TOTAL			<u>25.70</u>	<u>\$10,980.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	10.40	10,296.00
TRACHTMAN, JEFFREY S.	PARTNER	0.80	712.00
O'NEILL, P. BRADLEY	PARTNER	78.50	62,015.00
CHIN, KENNETH	PARTNER	46.40	38,976.00
BESSONETTE, JOHN	PARTNER	6.90	5,451.00
HERZOG, BARRY	PARTNER	7.30	6,314.50
MANNAL, DOUGLAS	PARTNER	9.10	7,189.00
CHASS, MARK	ASSOCIATE	124.00	92,380.00
ARCHER, CAROL	ASSOCIATE	12.60	8,820.00
ZIDE, STEPHEN	ASSOCIATE	65.60	47,232.00
SHIFER, JOSEPH A	ASSOCIATE	129.20	86,564.00
DANIELS, ELAN	ASSOCIATE	92.90	65,030.00
FOLEY, NICOLE	ASSOCIATE	19.90	12,636.50
GIL, ALEXANDRA	ASSOCIATE	16.00	10,080.00
AMSTER, JASON S	ASSOCIATE	43.20	30,240.00
GONT, IIONA	ASSOCIATE	27.20	13,056.00
CAHN, JOSHUA B	ASSOCIATE	74.00	32,560.00
WIECKOWSKI, ELIZABETH M	ASSOCIATE	30.20	12,684.00
ABBOTT, MATTHEW F	ASSOCIATE	57.60	40,320.00
RINGER, RACHAEL L	ASSOCIATE	0.90	490.50
BRODY, DANIEL J	ASSOCIATE	35.70	19,456.50
CODY, BRANDON J T	ASSOCIATE	21.00	11,445.00
HILL, MICHAEL C	ASSOCIATE	1.80	873.00
ALLARD, NATHANIEL	ASSOCIATE	12.30	5,104.50
ALMEDA, DOMINADOR E	PARALEGAL	3.40	1,003.00
SHAIN, ALIYA	PARALEGAL	1.30	370.50
VANARIA, HUNTER	PARALEGAL	14.10	4,371.00
TOTAL		<u>942.30</u>	<u>\$625,670.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

December 31, 2012
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DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	FOLEY, NICOLE	T/c with E. Daniels re: JSN issues pleading (0.4); draft pleading re: same (6.7)	7.10	4,508.50
10/01/12	DANIELS, ELAN	Email correspondence with M. Abbott & E. Wieckowski regarding document review (.3); T/C with N. Foley regarding pleading re: JSN issues (.4); review adversary complaint precedent and email correspondence to N. Foley regarding same (.6); emails with J. Bessonette regarding repo issues (.2); meet with M. Abbott regarding email production review (1.5); perform document review (.2)	3.20	2,240.00
10/01/12	BESSONETTE, JOHN	Emails w/ E. Daniels re: repo issues (.2); Review repo analysis and preference materials (.8).	1.00	790.00
10/01/12	WIECKOWSKI, ELIZABETH M	Review materials emailed by E. Daniels re: document review (1.5); perform document review re: collateral analysis (3.0).	4.50	1,890.00
10/01/12	ABBOTT, MATTHEW F	Review documents re: collateral review (3.3); meet with E. Daniels re: same (1.5); review documents for relevancy and specific issues (1.9).	6.70	4,690.00
10/01/12	O'NEILL, P. BRADLEY	Emails to D. Mannal re schedule for Standing Motion.	0.20	158.00
10/01/12	MANNAL, DOUGLAS	Review schedule for Committee's motion re challenge to liens (.3); emails with MoFo re same (.2); emails with B. O'Neill re: same (.2).	0.70	553.00
10/02/12	GONT, IIONA	Review Collateral review documents (2.9), and T/C w/ E. Daniels re: same (.1)	3.00	1,440.00
10/02/12	AMSTER, JASON S	Revise BMMZ, (2.0) GSAP (1.0), and MSR (1.0) collateral review memos; T/C with E. Daniels re: same (.5); review productions for missing account control agreements (1.5); revise production request for tracing accounts and BMMZ accounts (.8)	6.80	4,760.00
10/02/12	WIECKOWSKI, ELIZABETH M	Perform document review re: collateral.	3.70	1,554.00
10/02/12	ABBOTT, MATTHEW F	Review documents re: collateral for relevancy and specific issues.	5.70	3,990.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	FOLEY, NICOLE	E-mails w/ E. Daniels re adversary complaint (0.3); review intercreditor agreement (1.2); draft pleading re JSN collateral issues (11.3).	12.80	8,128.00
10/02/12	DANIELS, ELAN	Review collateral review memoranda (.6), prepare mark-up of the same (.5) and T/C with J. Amster regarding same (.5); T/C with I. Gont regarding document review (.1); email correspondence with N. Foley regarding adversary complaint (.3)	2.00	1,400.00
10/02/12	ZIDE, STEPHEN	Review schedule for STN motion and document review on same (.5). Review emails from Alix and R. Ringer re stock cost allocation agreement (.4). Review Moelis emails and summary of DIP amendment (.4).	1.30	936.00
10/03/12	AMSTER, JASON S	Draft memo re: release of collateral under revolver / notes (2.2), conference w/ K. Chin re: same (.3); revise BMMZ collateral review memo (1.8); review production re: 2004 indenture and tracing accounts (.8).	5.10	3,570.00
10/03/12	DANIELS, ELAN	Review adversary proceeding documents (4.4); review document production (2.8); T/C with B. O'Neill re: JSN complaint (.2); Discuss document review w/ S. Zide (.5).	7.90	5,530.00
10/03/12	ZIDE, STEPHEN	Calls with chambers re scheduling of STN motion (.4). Emails with J. Shifer re open research points (.6). Discuss document review with E. Daniels (.5). Review draft JSN complaint (.4).	1.90	1,368.00
10/03/12	WIECKOWSKI, ELIZABETH M	Perform document review re: collateral investigation.	1.10	462.00
10/03/12	ABBOTT, MATTHEW F	Review documents re: collateral for relevancy and specific issues.	6.80	4,760.00
10/03/12	GIL, ALEXANDRA	Review documents re collateral review	1.80	1,134.00
10/03/12	CAHN, JOSHUA B	Review research on preferences (.3), conference with J. Shifer re outstanding issues (.3), research additional preference issues (2.2)	2.80	1,232.00
10/03/12	O'NEILL, P. BRADLEY	Emails to S. Zide re: settlement (.2); review draft JSN complaint (1.9); T/C w/ E. Daniels re same (.2).	2.30	1,817.00
10/03/12	CHIN, KENNETH	Draft memorandum regarding release mechanism (1.3); conference with J. Amster re: same (.3)	1.60	1,344.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	SHIFER, JOSEPH A	Review (1.0) and revise (.4) collateral review memos and emails with E. Daniels and S. Zide re same (.3), research re standing motion (3.2), emails with S. Zide and N. Allard re same (.4), lengthy email to B. O'Neill and S. Zide re STN research (.6), review scheduling order re STN motion and follow up emails with S. Zide re same (.3), review memo re defenses (.4), conf with J. Cahn re research re same (.3), lengthy email to S. Zide re DIP/Cash collateral issues (.8).	7.70	5,159.00
10/03/12	CHASS, MARK	Review draft JSN complaint (2.6), T/C with E. Daniels re standing motion (.5), review GSAP facility issues (2.9), review memos re same and BMMZ facility (2.1)	8.10	6,034.50
10/04/12	ALLARD, NATHANIEL	Research re: standing (2.4), emails w/ J. Shifer & S. Zide re: same (.3)	2.70	1,120.50
10/04/12	ZIDE, STEPHEN	Review (.3) and comment on collateral review memos (.6), review memo re: BMMZ facility (1.0) review memo re: GSAP facility (.3). Review email documents from MoFo on STN motion (1.2); emails with E. Daniels re: same (.4). Meet with E. Daniels (1.0) and correspond w/ B. O'Neill (.3) re JSN pleading. Emails with J. Shifer and N. Allard re STN research (.4). Emails with Moelis and T. Goren re Barclays DIP amendment (.3).	5.80	4,176.00
10/04/12	ECKSTEIN, KENNETH H.	Review memos re: collateral review results and analysis.	0.80	792.00
10/04/12	CHIN, KENNETH	Draft memorandum for release mechanism (1.8); review collateral review memoranda (1.6)	3.40	2,856.00
10/04/12	CHIN, KENNETH	Review DIP amendments.	0.20	168.00
10/04/12	CAHN, JOSHUA B	Review research on preferences (4.1), conference with J. Shifer re outstanding issues (.4)	4.50	1,980.00
10/04/12	O'NEILL, P. BRADLEY	Review E. Daniels memo re collateral review (.3); revise JSN complaint (.9); CFs with E. Daniels re same (.3), correspond w/ S. Zide re: same (.3); review collateral memos (.9)	2.70	2,133.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)December 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/12	DANIELS, ELAN	Review hot documents on collateral review (1.9); T/C with M. Chass regarding standing motion (.5); conferences with B. O'Neill re: JSN complaint (.3); conference w/ S. Zide re: same (1.0); T/C with T. Toaso regarding open diligence items (.3); correspondence with S. Martin regarding open issues on diligence (.7).	4.70	3,290.00
10/04/12	SHIFER, JOSEPH A	Conf with J. Cahn re research on preferences (.4), perform research re same (2.1), emails with N. Allard re STN research (.2) and research re same (3.4).	6.10	4,087.00
10/04/12	CHASS, MARK	Review draft JSN complaint (2.6), T/C with E. Daniels re standing motion (.5), review GSAP facility issues (2.9), review memos re same and BMMZ facility (3.0)	9.00	6,705.00
10/05/12	ALLARD, NATHANIEL	Research for standing motion (3.0), draft emails to S. Zide and J. Shifer re: same (.6)	3.60	1,494.00
10/05/12	CODY, BRANDON J T	Correspond with C. Archer re research on preferences (.2), perform research re: same (.3).	0.50	272.50
10/05/12	ARCHER, CAROL	Conf. w/ J. Shifer re research on preferences (.1), correspond w/ B. Cody re: same (.2).	0.30	210.00
10/05/12	CHIN, KENNETH	Draft memorandum regarding collateral release mechanics.	3.10	2,604.00
10/05/12	CHIN, KENNETH	Review Barclays DIP Amendment (.5), emails w/ S. Zide re: same (.2).	0.70	588.00
10/05/12	CAHN, JOSHUA B	Research on preferences (2.8), conference w/ J. Shifer re: same (.3), follow-up correspondence with J. Shifer re: same (.7)	3.80	1,672.00
10/05/12	CAHN, JOSHUA B	Perform additional research related to preferences.	3.10	1,364.00
10/05/12	O'NEILL, P. BRADLEY	Revise JSN complaint.	2.10	1,659.00
10/05/12	ZIDE, STEPHEN	Review (1.3) and revise collateral review memos (.8); emails with M. Chass and J. Amster re same (.4), conference w/ E. Daniels re: next steps (.4). Emails with K. Chin re DIP amendment (.3).	3.20	2,304.00
10/05/12	DANIELS, ELAN	Revise JSN complaint (2.4); review email document production re collateral review (.6) and correspond with T. Goren, S. Zide regarding same (.3); conference with S. Zide regarding next steps (.4)	3.70	2,590.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

December 31, 2012
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/05/12	SHIFER, JOSEPH A	Conf. w/ C. Archer re: preferences (.1); Conf with J. Cahn re preferences research (.3) and review memo re same (1.3), continue STN research (2.1), conf with S. Zide re potential STN objection (.2) follow up emails with C. Archer and J. Bessonette (.2).	4.20	2,814.00
10/05/12	CHASS, MARK	Email correspondence w/ B. O'Neill & D. Mannal re Barclays DIP order, BMMZ facility, GSAP facility & Debtors' stipulations (.6), review documents re same (2.1); research re standing motion (2.0); research re preferences (1.5) and summarize same (1.6).	7.80	5,811.00
10/05/12	ECKSTEIN, KENNETH H.	Review research re JSB loan and collateral review issues (.6).	0.60	594.00
10/05/12	ZIDE, STEPHEN	Emails with N. Allard and J. Shifer re STN motion (.3), conference w/ J. Shifer re: same (.2).	0.50	360.00
10/06/12	CHIN, KENNETH	Draft memorandum regarding collateral release mechanism	2.10	1,764.00
10/06/12	CHIN, KENNETH	Review DIP Agreement changes	0.50	420.00
10/07/12	AMSTER, JASON S	Review amended and restated Barclays DIP	1.00	700.00
10/07/12	ALLARD, NATHANIEL	Perform research (2.2) and draft memo (.8) on standards for Committee standing	3.00	1,245.00
10/07/12	CHIN, KENNETH	Review Barclays DIP Agreement comments	3.40	2,856.00
10/07/12	CAHN, JOSHUA B	Research related to preference issues.	2.00	880.00
10/07/12	ZIDE, STEPHEN	Emails w/ K. Chin and J. Amster re Barclays DIP amendment (.4). Emails with M. Chass and E. Daniels re Barclays DIP (.6).	1.00	720.00
10/07/12	DANIELS, ELAN	Email correspondence with M. Chass & S. Zide regarding BMMZ analysis (.4)	0.40	280.00
10/07/12	CHASS, MARK	Review BMMZ facility(1.6), review Barclays DIP order re same (1.0), draft memo re same (3.3), emails w/ E. Daniels & S. Zide re: same (.5)	6.40	4,768.00
10/08/12	ALLARD, NATHANIEL	Research (.6) and draft memo (1.5) re: standards for Committee standing	2.10	871.50

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10/08/12	DANIELS, ELAN	Correspondence with Kelley Drye regarding stipulation (.9); prepare files for delivery to Kelley Drye (.6); email correspondence to J. Adams regarding same (.4); email correspondence to M. Chass regarding BMMZ, GSAP facilities (.3); T/C w/ K. Chin & S. Hasan re: DIP amendment (.9).	3.10	2,170.00
10/08/12	CODY, BRANDON J T	Research cases regarding preferential transfers (4.0); draft email to C. Archer re: research (.3).	4.30	2,343.50
10/08/12	CHIN, KENNETH	Review and comment on DIP Agreement (2.3); T/c with E. Daniels and S. Hasan re: same (.9); review Counterpart Agreement (.6)	3.80	3,192.00
10/08/12	CAHN, JOSHUA B	Research related to preferences.	4.00	1,760.00
10/08/12	SHAIN, ALIYA	Research re: Barclays DIP terms.	0.50	142.50
10/08/12	CHASS, MARK	Email correspondence w/ B. O'Neill & D.Mannal re Barclays DIP order, BMMZ facility, GSAP facility & Debtors' stipulations (.6), review documents re same (2.1).	2.70	2,011.50
10/09/12	CODY, BRANDON J T	Research regarding preferences in NY (2.2); research re preferences in other jurisdictions (3.5); draft chart re same (1.3).	7.00	3,815.00
10/09/12	ARCHER, CAROL	Research re preference claims (1.5), correspond w/ B. Cody re same (.3), compile summary chart re claims (.2). Emails w/ B. Cody re same (.2). Correspond w/ J. Bessonette re: same (.2).	2.40	1,680.00
10/09/12	AMSTER, JASON S	Review perfection memos for GSAP, BMMZ and MSR (1.2); review UCC re: amended and restated MSR security agreement (1.0); review collateral release memo (.8); review amended and restated DIP amendment and revisions (2.0)	5.00	3,500.00
10/09/12	CHIN, KENNETH	Revise MSR memorandum (.8); comment and finalize review of Barclays DIP Agreement (3.2)	4.00	3,360.00
10/09/12	CAHN, JOSHUA B	Research re preferences issues for collateral review.	4.80	2,112.00
10/09/12	CAHN, JOSHUA B	Perform additional research related to preferences re collateral review.	4.20	1,848.00
10/09/12	O'NEILL, P. BRADLEY	Revise JSN Complaint (4.9); correspond w/ E. Daniels re same (.2); T/C w/ E. Daniels re: BMMZ issues (.2); review documents re same (1.2); review schedules (.4)	6.90	5,451.00

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10/09/12	O'NEILL, P. BRADLEY	Review BMMZ and GSAP collateral memos (.5)	0.50	395.00
10/09/12	DANIELS, ELAN	Correspondence with M. Chass, J. Amster regarding collateral issues (.5); T/C with B. O'Neill regarding BMMZ issues (.2); email correspondence to S. Martin regarding open diligence (.2); T/C with T. Toaso regarding trial balance sheet (.2); email correspondence with J. Amster re: same (.2); review REO schedule and email correspondence with Alix team re: same (.2); revise collateral review memoranda (.5) and email correspondence with M. Chass & J. Amster regarding same (.3); revise adversary complaint regarding lien challenge (4.7) and correspondence with B. O'Neill regarding same (.2)	7.20	5,040.00
10/09/12	SHIFER, JOSEPH A	Follow up emails with C. Archer, S. Zide re STN research (.3), follow up email to J. Cahn re preferences research (.2)	0.50	335.00
10/09/12	CHASS, MARK	Review Citibank facility (1.4), review Debtors' stipulations in cash collateral order re same(1.2); draft memo re same (1.8), correspond re same w/ E. Daniels (.4); revise memos re BMMZ, GSAP facilities (1.6)	6.40	4,768.00
10/10/12	ALMEDA, DOMINADOR E	Review UCC-1 and UCC summary chart; correspond w/ J. Amster re: same.	0.40	118.00
10/10/12	ALLARD, NATHANIEL	Edit documents re: collateral review (.7), meet w/ J. Shifer re: same (.2)	0.90	373.50
10/10/12	BESSONETTE, JOHN	Review preference claims analysis (.3); provide comments to C. Archer and B. Cody re: same (.2); review revised draft (.3).	0.80	632.00
10/10/12	ZIDE, STEPHEN	Review emails from K. Chin and MoFo re DIP amendment (.3); emails with M. Chass re collateral review memos (.2), T/C w/ M. Chass re: same (.3). Review DIP amendment (.5). T/C with K. Chin, E. Daniels, and J. Amster re: DIP amendment (.7); T/C w/ T. Goren, K. Chin, and E. Daniels re: same (.5). Correspond w/ J. Shifer re: collateral review memos (.2); Review (2.0) and revise (1.5) collateral review memos.	6.20	4,464.00

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10/10/12	AMSTER, JASON S	Review perfection memos for GSAP, BMMZ and MSR (.8); review reservation of rights re amended Barclays DIP (.5); review MSR UCC filings and order search (1.0); review DIP cross-defaults re: stipulation challenges (1.3); T/C w/ K. Chin, E. Daniels and S. Zide re: DIP amendment (.7)	4.30	3,010.00
10/10/12	CODY, BRANDON J T	Research cases re preference claims in all jurisdictions (2.0); research contrary authority re: same (2.5); correspondence with C. Archer re research and chart (.3), draft chart re research (1.3); revise chart re research (.4); email correspondence w/ J. Bessonette re chart (.2).	6.70	3,651.50
10/10/12	CHIN, KENNETH	Review changes to Third Amended and Restated DIP Agreement (.8); T/C w. E. Daniels, J. Amster & S. Zide re; DIP Amendment (.7); T/C w/ T. Goren, E. Daniels, & S. Zide re: same (.5); follow up correspondence w/ J. Amster, E. Daniels & S. Zide re: same (.7); review perfection issues and case law re: same (2.3)	5.00	4,200.00
10/10/12	ARCHER, CAROL	Research re: preferences (2.0) and revise summary chart re: same (2.3); correspond w/ B. Cody and J. Bessonette re: same (.6); research re: STN motion (.3) and correspond re: same w/ J. Shifer (.1)	5.30	3,710.00
10/10/12	BRODY, DANIEL J	Research case law re: standards for standing.	3.20	1,744.00
10/10/12	O'NEILL, P. BRADLEY	Review Board minutes produced in connection with collateral review (.3); emails w/ E. Daniels re fraudulent conveyance claims (.3)	0.60	474.00
10/10/12	O'NEILL, P. BRADLEY	Revise JSN complaint (2.6), T/C w/ E. Daniels re: same (.3); review memos re lien challenges (1.0).	3.90	3,081.00
10/10/12	CAHN, JOSHUA B	Research preference issues (1.0), emails to J. Shifer re: same (.5), meeting with J. Shifer re preferences and perfection issues (.6), draft memo re: analysis of preference research (2.4).	4.50	1,980.00
10/10/12	CAHN, JOSHUA B	Draft memo re: analysis of preference research.	4.00	1,760.00

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10/10/12	SHIFER, JOSEPH A	Conference with J. Cahn re preferences research and perfection issues (.6), review (.8) and revise (1.3) collateral review memos; follow up correspondence with S. Zide re: same (.4); meet w/ N. Allard re same (.2); emails with J. Amster and K. Chin re UCC perfection issues (.4) and research re same (5.3)	9.00	6,030.00
10/10/12	CHASS, MARK	Review memos re Citibank, BMMZ, GSAP facilities (3.6), emails w/ S. Zide re same (.3), t/c w/ S. Zide re same (.3), review comments on memos (.9), follow up correspondence w/ E. Daniels & S. Zide re: perfection issues (.7), review research re: collateral review issues (1.2)	7.00	5,215.00
10/10/12	DANIELS, ELAN	Revise JSN complaint (.7) and T/C with B. O'Neill regarding same (.3); review board materials email correspondence with S. Zide, M. Chass & Alix Partners regarding potential claims (.7); T/C with Alix Partners regarding supporting schedules (.4); T/C with K. Chin, J. Amster, & S. Zide regarding DIP amendment (.7); T/C with S. Zide, T. Goren, and K. Chin regarding DIP Amendment (.5); emails w/ S. Zide re: reservation of rights (.3); review UCC financing statement perfection issues (.4).	4.00	2,800.00
10/11/12	ALMEDA, DOMINADOR E	Review updated UCC search results (0.2). Compare same w/ UCC search results of May 2012 (0.3); Communications w/ J. Amster re: same (0.2), Correspond w/ K. Chin & B. O'Neill re: same (0.2); Communications w/ CT Corp. re: updated search (0.2); Review and distribute revised updated UCC search (includes lapsed filings) to J. Amster (0.3). Highlight UCC filings from April 2012 & correspond re: same w/ K. Chin (0.3); Order UCC filing copies from CT Corp. and t/c w/ J. Murray re: same (0.2). Provide UCC-1 & related amendments to K. Chin (0.2).	2.10	619.50
10/11/12	AMSTER, JASON S	Review updated financing statements for MSR facility (1.1); prepare DIP and order binders (1)	2.10	1,470.00

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10/11/12	CODY, BRANDON J T	Meeting with J. Bessonette and C. Archer re preferences chart (.5); Revise same (.5); Review case law re motion to dismiss preference claim (.4); draft executive summary for chart (.8); revise executive summary for chart (.3).	2.50	1,362.50
10/11/12	DANIELS, ELAN	Conference with B. O'Neill, S. Zide, and J. Shifer regarding lien challenge (2.1); T/C with M. Chass regarding same (.3); T/C with B. O'Neill regarding adversary complaint (.5); emails with M. Chass, S. Zide, & J. Shifer regarding Citibank cash collateral order (.2); T/C with Pachulski and J. Shifer regarding same (.4); Prepare reservation of rights regarding DIP amendment (.9) and correspondence with S. Zide regarding same (.4); revise DIP reservation of rights (1.0) and correspondence with S. Zide, J. Shifer, & R. Ringer regarding same (.3)	6.10	4,270.00
10/11/12	CHIN, KENNETH	Finalize Third Amended & Restated DIP Agreement (1.5); research regarding UCC perfection issues (3.2); T/C w/ B. O'Neill re: lien review (.3), emails w/ S. Zide re: same (.4);	5.40	4,536.00
10/11/12	ARCHER, CAROL	Meeting w/ J. Bessonette, B. Cody re motions to dismiss preference claims and case law research (.5), preparation therefor (.5). Conducted research (1.5). Revised summary chart (.5). Emails w/ B. Cody, J. Shifer (.2)	3.20	2,240.00
10/11/12	BRODY, DANIEL J	Research case law: re: colorable claims.	3.50	1,907.50
10/11/12	O'NEILL, P. BRADLEY	Conference w/ S. Zide, E. Daniels, and J. Shifer re lien review issue (2.1); review UCC and case law re: same (.8); emails to R. Feinstein re same (.2); review memo to R. Feinstein (.3); TCF R. Feinstein re lien review (.5); T/C w/ K. Chin re same (.3); review cash collateral order (.2); review emails from J. Shifer re: standing research (.3); review research re: same (1.0); review STN complaint (3.1), T/C w/ E. Daniels re: adversary complaint (.5)	9.30	7,347.00
10/11/12	CAHN, JOSHUA B	Review UCC lien searches (3.8) and related correspondence with J. Shifer (.2)	4.00	1,760.00

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10/11/12	BESSONETTE, JOHN	Meeting with C. Archer and B. Cody re: preference claims.	0.50	395.00
10/11/12	RINGER, RACHAEL L	Review DIP reservation of rights (.3), revise same (.2), correspond w/ S. Zide, J. Shifer & E. Daniels re: same (.3)	0.80	436.00
10/11/12	ZIDE, STEPHEN	Correspondence with T. Goren and S. Martin re DIP amendment issue (1.4); Confer w/ K. Eckstein re: DIP amendment and collateral review issues (.5); emails and calls with Moelis re same (.7); correspond with E. Daniels re same (.4); emails with K. Chin re same (.4); draft reservation of rights re same (.6); revisions to same (.5); correspond with E. Daniels, J. Shifer and R. Ringer re same (.3). Research re lapse of lien post bankruptcy (1.0); Conference with B. O'Neill, E. Daniels and J. Shifer re same (2.1); call with R. Feinstein re same (.5).	8.40	6,048.00
10/11/12	SHIFER, JOSEPH A	Continue research re UCC perfection issues (5.7), attend portion of conference with B. O'Neill, S. Zide, and E. Daniels re same (.8), call with Pachulski and E. Daniels re same (.4), draft lengthy email to Pachulski re same (2.4), review and revise DIP amendment reservation of rights (.8), correspond re: same w/ S. Zide, R. Ringer & E. Daniels (.2).	10.30	6,901.00
10/11/12	CHASS, MARK	Review memo re UCC perfection issues (1.1), correspond re same w/ E. Daniels (.2), and review lien challenge issues (1.6), T/c re: same w/ E. Daniels (.3).	3.20	2,384.00
10/11/12	ECKSTEIN, KENNETH H.	Confer w/ S. Zide re DIP amendment, collateral review issues (.5).	0.50	495.00
10/11/12	ECKSTEIN, KENNETH H.	Review reply to DIP amendment, comment on same.	0.40	396.00
10/12/12	ALMEDA, DOMINADOR E	Review new UCC Filings (0.3); Update UCC Summary chart (0.3); Communications w/ K. Chin re: same (0.1). Organize electronic files re: same (.2).	0.90	265.50

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10/12/12	DANIELS, ELAN	Email correspondence with S. Zide regarding DIP amendment reservation of rights (.4); email correspondence to S. Zide, R. Ringer, and M. Chass regarding modifications to DIP Order (.4); Review adversary complaint (.6) and T/C with B. O'Neill regarding same (.2); revise same (.6)	2.20	1,540.00
10/12/12	AMSTER, JASON S	Review loan documents (1.0), summarize updated MSR UCC search results (1.0).	2.00	1,400.00
10/12/12	CHIN, KENNETH	Review DIP reservation of rights	0.40	336.00
10/12/12	O'NEILL, P. BRADLEY	Revise JSN complaint (3.8); T/C w/ E. Daniels re same (.2); review changes (.3); Confer w/ S. Zide re other lien issues (.3)	4.60	3,634.00
10/12/12	CAHN, JOSHUA B	Research related to preferences (1.5); confer w/ J. Shifer re: same (.7).	2.20	968.00
10/12/12	ZIDE, STEPHEN	Revise reservation of rights on DIP amendment (.8); emails with K. Eckstein and A. Chouprouta re same (.5). Emails with E. Daniels and R. Ringer re reservation of rights (.5); coordinate filing of same (.1); email T. Goren re same (.1). Confer w/ B. O'Neill re: lien issues (.3)	2.30	1,656.00
10/12/12	RINGER, RACHAEL L	Review DIP reservation of rights (.1)	0.10	54.50
10/12/12	SHIFER, JOSEPH A	Emails with Pachulski re collateral review documents (.8), confer with J. Cahn re preference research issues (.7), research re STN issues (4.3) and draft lengthy email to S. Zide re same (1.5).	7.30	4,891.00
10/12/12	CHASS, MARK	Review reservation of rights re DIP amendment (.4), provide comments on and revise draft of same (.3); Review memo re collateral review issues (1.0), and review case law re same (2.2).	3.90	2,905.50
10/13/12	DANIELS, ELAN	Revise adversary complaint re: lien challenge (.5).	0.50	350.00
10/14/12	ZIDE, STEPHEN	Review draft complaint for JSN (.5)	0.50	360.00
10/14/12	DANIELS, ELAN	Review (1.0) and revise complaint regarding lien challenge (3.9)	4.90	3,430.00

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10/15/12	DANIELS, ELAN	T/C w/ B. O'Neill, S. Zide, and R. Feinstein regarding potential lien challenge issues (.6), follow up emails w/ B. O'Neill and S. Zide re: same (.8); revise adversary complaint re: lien challenge (.7) T/C with T. Goren & S. Zide (.4) and follow-up email correspondence w/ S. Zide regarding DIP Amendment order (.6).	3.10	2,170.00
10/15/12	ZIDE, STEPHEN	T/C with B. O'Neill, E. Daniels and Pachulski re collateral claim issues (.6), follow-up correspondence w/ B. O'Neill and E. Daniels (.8); Call with T. Goren re same (.4). Call with T. Goren & E. Daniels re: DIP amendment (.4); follow up emails with D. Mannal & E. Daniels re same (.2); draft email update to UCC re same (.2).	2.60	1,872.00
10/15/12	O'NEILL, P. BRADLEY	Review changes to complaint re: lien challenge (.5); emails w/ E. Daniels re same (.2); CF R. Feinstein re lien review (.3); TCF w/ S. Zide, E. Daniels, R. Feinstein re same (.6); emails w/ S. Zide, E. Daniels, & R. Feinstein re same (.3)	1.90	1,501.00
10/15/12	CAHN, JOSHUA B	Research related to preferences.	4.00	1,760.00
10/15/12	AMSTER, JASON S	Review AFI Revolver/LOC (1.2) and summarize intercompany claims and collateral provisions (.8).	2.00	1,400.00
10/15/12	CHIN, KENNETH	Review reservation of rights issues in DIP Amendment.	0.60	504.00
10/15/12	CHASS, MARK	Review (3.4) and full mark-up for Complaint re: lien challenge (3.4); correspond re: same with E. Daniels, B. O'Neill and S. Zide (.5).	7.30	5,438.50
10/16/12	O'NEILL, P. BRADLEY	Revise complaint re: lien challenge (2.4); Discuss same w/ S. Zide and E. Daniels (.3); CF R. Feinstein re same (.1)	2.80	2,212.00
10/16/12	O'NEILL, P. BRADLEY	Correspond w/ S. Zide, E. Daniels re lien investigation (.4); TCF w/ Pachulski, S. Zide & E. Daniels re same (.4); review Pachulski memo to Committee (.4).	1.20	948.00
10/16/12	CAHN, JOSHUA B	Research related to preferences.	2.50	1,100.00
10/16/12	BESSONETTE, JOHN	Review true sale and repo issues.	1.10	869.00
10/16/12	BRODY, DANIEL J	Review court filings of Granite court re: repos and true sale analysis.	6.00	3,270.00
10/16/12	GIL, ALEXANDRA	Review documents for collateral review.	2.60	1,638.00

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10/16/12	ZIDE, STEPHEN	Call with B. O'Neill, E. Daniels and Pachulski re collateral challenge issues (.4); discuss same with B. O'Neill and E. Daniels (.4). Discuss JSN complaint with B. O'Neill & E. Daniels (.3). Emails with Pachulski re Citibank liens (.4); review memo on same (.3).	1.80	1,296.00
10/16/12	CHASS, MARK	T/C w/ E. Daniels re: JSN adversary complaint.	0.30	223.50
10/16/12	DANIELS, ELAN	T/C with M. Chass regarding adversary complaint (.3); Discuss same w/ B. O'Neill & S. Zide (.3); T/C with Pachulski, B. O'Neill and S. Zide regarding collateral review issues (.4); follow-up correspondence w/ B. O'Neill & S. Zide re: same (.4); revise adversary complaint (1.8); email correspondence with D. Mannal regarding guarantee issues (.4).	3.60	2,520.00
10/17/12	DANIELS, ELAN	Email correspondence with Alix Partners coordinating document review of email production for collateral review (.9); Conference with B. O'Neill & S. Zide regarding STN opposition (.3); correspondence with Kelley Drye regarding standing motion (.5); conference with S. Zide regarding lien challenge theories and waterfall analysis (1.0); review security documents for liens on GSAP (1.5) and prepare email memoranda regarding same (1.6).	5.80	4,060.00
10/17/12	CAHN, JOSHUA B	Research related to preferences.	1.20	528.00
10/17/12	SHIFER, JOSEPH A	Research re derivative settlement authority (3.7), correspond with S. Zide and B. O'Neill re same (.4), draft and circulate memo re same (5.5), research re preference claims (2.8).	12.40	8,308.00
10/17/12	ZIDE, STEPHEN	Conference with E. Daniels re: lien challenge theories and waterfall analysis (1.0). Conference with E. Daniels & B. O'Neill re research on potential objections to STN motion (.3), follow-up correspondence w/ E. Daniels & J. Shifer re: same (.5).	1.80	1,296.00
10/17/12	BESSONETTE, JOHN	Review potential collateral attacks and related matters.	0.80	632.00
10/17/12	BRODY, DANIEL J	Review court filings re: repos and true sale analysis for J. Bessonette.	6.00	3,270.00

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10/17/12	O'NEILL, P. BRADLEY	Review research re settlement authority (.3); review cases re same (1.1); CF with S. Zide, E. Daniels re STN opposition (.3)	1.70	1,343.00
10/17/12	CHIN, KENNETH	Review emails regarding DIP amendment reservation of rights.	0.60	504.00
10/17/12	WIECKOWSKI, ELIZABETH M	Emails w/ E. Daniels re: review of documents for collateral review.	0.10	42.00
10/17/12	ABBOTT, MATTHEW F	Review document production for relevancy and specific issues with collateral review.	3.20	2,240.00
10/17/12	GONT, IIONA	Review documents for collateral review.	2.50	1,200.00
10/17/12	ECKSTEIN, KENNETH H.	Review JSB objection to standing motion (.7); review JSN complaint and related issues re: same (.5).	1.20	1,188.00
10/17/12	CHASS, MARK	Review revised JSN complaint (1.7), review Pachulski memo re lien perfection (.6).	2.30	1,713.50
10/18/12	DANIELS, ELAN	T/C with M. Chass, J. Amster and K. Chin regarding GSAP lien challenge (.7); review offering memorandum re: same (.5) and correspondence with K. Chin, M. Chass, & J. Amster regarding same (.3); Led conference call re: document review with M. Abbott, I. Gont, A. Gil, and E. Wieckowski (.5), follow-up emails re: same (.4); conference with B. O'Neill regarding fraudulent conveyance issues (.5); research public filings and financial statements re: OID issues (1.6) and email correspondence with Alix regarding original issue discount issues (.2).	4.70	3,290.00
10/18/12	BESSONETTE, JOHN	Emails with M. Chass and M. Hill re: preference analysis (.5); numerous emails w/ M. Chass, S. Zide and E. Daniels re: collateral/JSN related issues (.8)	1.30	1,027.00
10/18/12	AMSTER, JASON S	Review offering memorandum for OID provisions (2.5), discuss same w/ B. Herzog (.2); search documents re: same (1.5); review fraudulent conveyance memo (.9); T/C w/ K. Chin, E. Daniels and M. Chass re: GSAP lien challenge (.7); review security documents re: collateral issues (3.0).	8.80	6,160.00
10/18/12	O'NEILL, P. BRADLEY	CFs S. Zide re lien review (.2); review E. Daniels memos re fraudulent conveyance (.4); review M. Chass memo re same (.5); CF Daniels re fraudulent conveyance issues (.5)	1.60	1,264.00

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10/18/12	VANARIA, HUNTER	Review (.5) and revise (.3) settlement authority memo; compile cases cited in same (.6); prepare binders of same for B. O'Neill, J. Shifer, and S. Zide (2.5).	3.90	1,209.00
10/18/12	HERZOG, BARRY	OID analysis on exchange of 2008 notes (0.6); disc same w/J Amster (0.2); related emails w/S Zide (0.2).	1.00	865.00
10/18/12	HILL, MICHAEL C	Correspond w/ M. Chass re: fraudulent conveyance (.8) and research re: fraudulent conveyance issues (1.0).	1.80	873.00
10/18/12	TRACHTMAN, JEFFREY S.	Review objections to standing motion.	0.80	712.00
10/18/12	GIL, ALEXANDRA	Conference call w/ E. Daniels, M. Abbott, I. Gont, and E. Wieckowski re: collateral review.	0.50	315.00
10/18/12	CHIN, KENNETH	Review emails and memoranda regarding fraudulent conveyances (2.8); review documents re: OID issues (2.5); T/C w/ E. Daniels, J. Amster & M. Chass re; GSAP lien challenge (.7)	6.00	5,040.00
10/18/12	ARCHER, CAROL	Review objections to Committee's standing motion.	0.30	210.00
10/18/12	WIECKOWSKI, ELIZABETH M	Conference call re: document review w/ E. Daniels, M. Abbott, A. Gil, and I. Gont (.5); Perform document review (2.8)	3.30	1,386.00
10/18/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues (.6); conference call with E. Daniels, I. Gont, E. Wieckowski, and A. Gil regarding document review (.5).	1.10	770.00
10/18/12	GONT, IIONA	Conference call re: document review w/ E. Daniels, M. Abbott, A. Gil, and E. Wieckowski (.5); perform doc review (3.5)	4.00	1,920.00
10/18/12	SHIFER, JOSEPH A	Correspond with H. Vanaria re STN memo (.2), conferences with S. Zide re JSN collateral review issues (.3) and emails w/ S. Zide, E. Daniels, and M. Chass re: same (.6), research re OID (3.2) and review debt documents re same (2.7), emails with S. Zide, M. Chass, and J. Amster re OID (.4), confs with S. Zide re status of research (.2), emails with S. Zide and M. Chass re fraudulent conveyance analysis (.3)	7.90	5,293.00

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10/18/12	CHASS, MARK	T/C w/ K. Chin, E. Daniels & J. Amster re: GSAP lien challenge (.7), review E. Daniels email re fraudulent conveyance issues (1.0), review produced docs re same (.6), follow up correspond w/ E. Daniels re: same (.4); emails w/ S. Zide & E. Daniels re OID and fraudulent conveyance issues (.6), review fraudulent conveyance memo and supporting docs re same (2.7), correspondence w/ M. Hill re same (.8); correspondence w/ E. Daniels, S. Zide & J. Amster re: fraudulent conveyance issues (1.6); draft memo re fraudulent conveyance issues (1.5), review OID issues (1.0).	10.90	8,120.50
10/18/12	ZIDE, STEPHEN	Speak with K. Eckstein re Fraudulent conveyances of liens, OID, and New collateral pledged for JSNs (.6), numerous follow up emails with E. Daniels, M. Chass, J. Shifer re same (1.5). Confer w/ J. Shifer re; JSN collateral review (.3); Confer w/ B. O'Neill re: lien review (.2)	2.60	1,872.00
10/18/12	ECKSTEIN, KENNETH H.	Call with Willkie re JSB lien challenge issues (.8); o/c w/ S. Zide re same (.6); revise draft complaint re: lien challenge (.8); comment on draft response to STN motion (.7).	2.90	2,871.00
10/19/12	CAHN, JOSHUA B	Meeting with J. Shifer (.4), research case law related to OID issue (2.6).	3.00	1,320.00
10/19/12	CAHN, JOSHUA B	Review and summarize objections to Standing Motion.	2.80	1,232.00
10/19/12	BESSONETTE, JOHN	Review objections to STN motion (.9); Correspond w/ J. Shifer and C. Archer re: OID in context of exchanges of debt (.5).	1.40	1,106.00
10/19/12	AMSTER, JASON S	Review OM re: OID provisions (.9), review summary memo re: same (.6).	1.50	1,050.00
10/19/12	HERZOG, BARRY	Meet w/E Daniels and J. Shifer re: OID on 2008 note exchange (1.0); conduct related analysis (0.9); discuss same w/ B. Rigel (0.3).	2.20	1,903.00
10/19/12	CHIN, KENNETH	Review research regarding OID (2.1); review fraudulent conveyance research (1.3)	3.40	2,856.00
10/19/12	ARCHER, CAROL	Review of objections to Noteholder standing motions (.6). Correspond w. J. Shifer, J. Bessonette re research re OID income and Noteholders claim (.3), case law research related thereto (.2).	1.10	770.00

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10/19/12	WIECKOWSKI, ELIZABETH M	Review PSA emailed by E. Daniels (0.1); conduct document review of documents produced in connection with collateral review (1.7).	1.80	756.00
10/19/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	4.50	3,150.00
10/19/12	O'NEILL, P. BRADLEY	Revise Complaint re: lien challenge (2.6); CFs E. Daniels re same (.4); review fraudulent conveyance, OID issues (1.5); correspond w/ E. Daniels, S. Zide, J. Shifer re same (.4)	4.90	3,871.00
10/19/12	O'NEILL, P. BRADLEY	Review responses to STN motion (1.3); correspond with D. Mannal, S. Zide, and J. Shifer re same (.4)	1.70	1,343.00
10/19/12	MANNAL, DOUGLAS	Research OID issue (1.8); review standing motion objections (1.6)	3.40	2,686.00
10/19/12	SHIFER, JOSEPH A	Attend portion of conference with E. Daniels and B. Herzog re OID (.7), research re same (2.8), research re fraudulent conveyance issues (1.4), draft lengthy email to B. O'Neill, S. Zide, and E. Daniels re status of OID and fraudulent conveyance issues (1.2), follow up conferences with S. Zide re same (.3), emails with J. Bessonette and C. Archer re research on same (.3); meet w. J. Cahn re: same (.4)	7.10	4,757.00
10/19/12	CHASS, MARK	Review OID issues (1.2), correspond w/ J. Shifer re fraudulent conveyance issues (.4)	1.60	1,192.00

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10/19/12	DANIELS, ELAN	Review SEC filings (.6) and revise adversary complaint regarding exchange offer issues (.5), confer w/ B. O'Neill re: same (.4); email correspondence with M. Abbott & E. Wieckowski regarding PSA, collateral package (.3); Meet w/ B. Herzog and J. Shifer re: OID (1.0), follow up correspondence w/ J. Shifer, M. Chass, B. Herzog, and Alix re: exchange offer issues (1.1); email correspondence with J. Shifer regarding fraudulent conveyance issues (.4); email correspondence with Pachulski regarding revised adversary complaint (.4); T/C with D. Strouse regarding deposit account reconciliation and email correspondence with S. Martin regarding same (.4); T/C with Morrison Foerster, FTI, AlixPartners, Debtors regarding CFDR database issues (1.1); T/C with M. Landy regarding exchange offer issues (.5); review SEC filings, offering memorandum, case law regarding exchange offer issues (1.2).	7.90	5,530.00
10/19/12	ZIDE, STEPHEN	Review objections to STN motion (1); correspond with J. Shifer, B. O'Neill and D. Mannal re same (.8). Research OID issues (.8); correspond with J. Shifer and B. O'Neill re same (.5).	3.10	2,232.00
10/20/12	SHIFER, JOSEPH A	Emails with S. Zide, C. Archer and J. Bessonette re OID issues (.3)	0.30	201.00
10/20/12	BRODY, DANIEL J	Revise draft SPA.	4.50	2,452.50
10/20/12	BRODY, DANIEL J	Research case law re: OID characterization.	3.20	1,744.00
10/20/12	ZIDE, STEPHEN	Emails with J. Shifer and E. Daniels re OID research and STN motion (.4); review Alix presentation (.4).	0.80	576.00
10/21/12	ZIDE, STEPHEN	Emails with E. Daniels, J. Shifer and R Feinstein re open issues in collateral review process (.5); review memo on re: same (.8); review revised complaint re: lien challenge (.5).	1.80	1,296.00
10/21/12	SHIFER, JOSEPH A	Draft reply to STN objection and circulate to B. O'Neill, S. Zide, M. Chass, and E. Daniels (7.4), emails with S. Zide, E. Daniels and M. Chass re OID issues (.4), emails with D. Brody re OID research (.3)	8.10	5,427.00

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10/21/12	BRODY, DANIEL J	Research case law re: OID characterization (6); correspondence w/ J. Shifer re: same (.3)	6.30	3,433.50
10/21/12	MANNAL, DOUGLAS	Review objections to UCC's standing motion (1.3); emails with K. Eckstein and S. Zide re same (.2)	1.50	1,185.00
10/21/12	CHASS, MARK	Review S&P report re notes (.2), JS emails w/ J. Shifer re OID, fraudulent conveyance issues (.4), review objections to STN motion (2.8)	3.40	2,533.00
10/22/12	GONT, IIONA	Review documents re: collateral issues	2.00	960.00
10/22/12	CAHN, JOSHUA B	Research related to OID issues (2.7), related correspondence with J. Shifer (.3)	3.00	1,320.00
10/22/12	CAHN, JOSHUA B	Additional Research related to OID.	3.40	1,496.00
10/22/12	GIL, ALEXANDRA	Analyze documents for collateral review	4.90	3,087.00
10/22/12	O'NEILL, P. BRADLEY	Review Alix presentation re OID (.8); review cases re OID, other issues (2.6); TCF w/ Pachulski, S. Zide, M. Chass & E. Daniels re JSN complaint (1.0); TCF certificate holder re same (1); review complaint comments (.2); review standing cases (1); meet w/ D. Mannal & S. Zide re: standing motion (.7); review briefs and objections (1.8); Meet w/ K. Eckstein, D. Mannal, S. Zide, M. Chass & E. Daniels re: complaint (.6).	9.70	7,663.00
10/22/12	SHIFER, JOSEPH A	Confer w/ S. Zide, E. Daniels & M. Chass re: STN motion and complaint (2.5); correspond w/ S. Zide re: reply to STN objections (.4), revise same (2.1); draft committee email re: same (.4), revise same (.3); correspond w/ J. Trachtman re: STN reply (.3); emails with J. Cahn re STN research (.3), research re STN issues (1.7), call with Willkie re JSN challenge (.6), additional research re OID claims (1.3), attend part of call with Alix, B. Herzog & M. Chass re same (.7)	10.60	7,102.00
10/22/12	CHIN, KENNETH	Review email exchanges regarding OID issues (.5); email exchanges with S. Zide, J. Bessonette and B. Herzog regarding issues on OID (.5)	1.00	840.00
10/22/12	HERZOG, BARRY	Emails with S. Zide and M. Chass re: OID (0.2); call with M. Chass, J. Shifer and Alix re: OID (1.7).	1.90	1,643.50
10/22/12	VANARIA, HUNTER	Compile cases cited in fraudulent transfers memo (.8).	0.80	248.00

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10/22/12	ZIDE, STEPHEN	Meet w/ E. Daniels, M. Chass & J. Shifer re: STN motion & complaint (2.5); meet w/ K. Eckstein, B. O'Neill, D. Mannal, M. Chass & E. Daniels re: complaint (.6); T/C w/ Pachulski, B. O'Neill, E. Daniels & M. Chass re: same (1.0); meet w/ B. O'Neill & D. Mannal re: causes of action in STN complaint (.7); Review and revise reply to STN limited objections (1.6), correspond w/ J. Shifer re: same (.4); case research re: complaint (.7); call with noteholder re: complaint (.5); emails w/ E. Daniels re: same (.3)	8.30	5,976.00
10/22/12	AMSTER, JASON S	Review prospectuses for exchanged notes (1.2); summarize OID provisions in same (3)	4.20	2,940.00
10/22/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	4.70	3,290.00
10/22/12	WIECKOWSKI, ELIZABETH M	Analyze documents for collateral review.	5.00	2,100.00
10/22/12	BRODY, DANIEL J	Research secondary sources re: OID characterization (2.6); correspondence w/ J. Shifer re: same (.4)	3.00	1,635.00
10/22/12	MANNAL, DOUGLAS	Meet w/ B. O'Neill & S. Zide re: causes of action in standing complaint (.7); meet w/ K. Eckstein, B. O'Neill, S. Zide, and E. Daniels & M. Chass re: complaint (.6); review standing motion and OID issue (1.4).	2.70	2,133.00
10/22/12	CHASS, MARK	Meet w/ S. Zide, E. Daniels & J. Shifer re: STN motion & complaint (2.5); T/c w/ B. Herzog, J. Shifer & Alix re: OID (1.7), follow up emails w/ B. Herzog & S. Zide re: same (.2); review Alix presentation re: OID (1.0) and follow up correspondence w/ Alix re: same (.4); Confer w/ K. Eckstein, B. O'Neill, D. Mannal, S. Zide, and E. Daniels re: complaint (.6); T/c w/ creditor re fraudulent conveyance, OID (.7); T/C w/ Pachulski, B. O'Neill, S. Zide, and E. Daniels re: complaint (1.0); review revised complaint (1.2) and comment on same (.5); review draft reply to objections (.7).	10.50	7,822.50

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10/22/12	DANIELS, ELAN	Meet w/ S. Zide, M. Chass & J. Shifer re: standing motion & complaint (2.5); Meet w/ K. Eckstein, B. O'Neill, D. Mannal, S. Zide & M. Chass re: complaint (.6); T/C w/ Pachulski, B. O'Neill, S. Zide & M. Chass re: same (1.0); Review SEC filings re: exchange offer issues (.7) and review fraudulent conveyance issues (1.2); emails with M. Abbott, A. Gil, and I. Gont re: document review (.6); Review standing motion reply (.5) and emails with J. Shifer re: same (.2); draft email to Committee re: adversary complaint (1.9).	9.20	6,440.00
10/22/12	ECKSTEIN, KENNETH H.	Conference call with M. Abrams re JSB collateral issues (.8); Meet w/ B. O'Neill, D. Mannal, S. Zide, M. Chass & E. Daniels re: complaint (.6), follow-up correspondence w/ S. Zide and M. Chass re: collateral issues (.8).	2.20	2,178.00
10/22/12	SHAIN, ALIYA	Compile cases from memo re: Fraudulent Conveyance and circulate to S. Zide (.8).	0.80	228.00
10/23/12	GIL, ALEXANDRA	Review documents for collateral review	1.40	882.00
10/23/12	DANIELS, ELAN	Review standing motion reply and adversary complaint (.7); correspond w/ M. Chass & AlixPartners re: next steps, exchange offer (1.1); emails w/ M. Abbott, A. Gil, I. Gont, and E. Wieckowski re: document review (.4)	2.20	1,540.00
10/23/12	O'NEILL, P. BRADLEY	Review STN and settlement cases (4.5); revise reply Brief re: same (5.8); CF J. Shifer re same (.3); TCF R. Feinstein re JSN complaint (.2)	10.80	8,532.00
10/23/12	SHIFER, JOSEPH A	Research re committee settlement authority (5.4), conferences with B. O'Neill re same (.3), t/c with J. Wagner re same (.3), conferences with J. Cahn re research re same (.3), review research emails re same (.7), numerous revisions to STN reply (2.1), emails with K. Eckstein re same (.2), emails with S. Zide re same (.3).	9.60	6,432.00
10/23/12	HERZOG, BARRY	Review draft complaint re: lien challenge.	0.30	259.50
10/23/12	ZIDE, STEPHEN	Emails with J. Shifer re JSN objection (.5); review reply to same (.4).	0.90	648.00
10/23/12	VANARIA, HUNTER	Research re cases cited in STN motion (1.0); compile and circulate pleadings from same for J. Shifer (1.4).	2.40	744.00

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10/23/12	CAHN, JOSHUA B	Research related to standing motion (3.7) and conference with J. Shifer re: same (.3)	4.00	1,760.00
10/23/12	CAHN, JOSHUA B	Additional research related to standing motion.	3.00	1,320.00
10/23/12	AMSTER, JASON S	Call w/ M. Chass re: note prospectuses and related issues.	0.40	280.00
10/23/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	5.90	4,130.00
10/23/12	WIECKOWSKI, ELIZABETH M	Perform document review re: collateral review.	3.60	1,512.00
10/23/12	CHIN, KENNETH	Review draft adversary Complaint re: lien challenge.	1.20	1,008.00
10/23/12	GONT, IIONA	Review documents produced in connection with collateral review.	3.50	1,680.00
10/23/12	VANARIA, HUNTER	Review STN Omni Reply.	1.00	310.00
10/23/12	CHASS, MARK	T/C w/ J. Amster re: note prospectuses (.4); correspond w/ E. Daniels and Alix re: next steps, exchange offer (1.3); review note OMs (1.0); review revised complaint re: lien challenge (1.3), draft inserts re: same re: OID (1.4), correspond w/ E. Daniels & Alix re: same (.7); review case law re: OID issues (3.2).	9.30	6,928.50
10/24/12	ZIDE, STEPHEN	Correspond with J. Shifer on STN reply (.4); and further revise STN reply (1); correspond with B. Herzog, M. Chass and J. Shifer re OID issues (1.2).	2.60	1,872.00
10/24/12	VANARIA, HUNTER	Compile cases cited in STN motion reply for J. Shifer (.8); prepare additional pleadings binder re STN motion (1.2).	2.00	620.00
10/24/12	DANIELS, ELAN	Revise complaint re: lien challenge (.5); correspondence with AlixPartners, M. Chass regarding offering memorandum (.7) T/C with J. Shifer regarding exchange offer, diligence (.2);	1.40	980.00

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10/24/12	SHIFER, JOSEPH A	Conference with M. Landy re OID (.3), discuss OID w/ M. Chass (.4); T/C w/ E. Daniels re: exchange offer & diligence (.2); numerous revisions to STN motion reply (4.8), and correspond with B. O'Neill and S. Zide re same (.4), research re challenge period (1.7), emails with B. Herzog, M. Landy, M. Chass, E. Daniels, and S. Zide re OID information request (.7), follow up email to T. Goren (.2), prepare JSN challenge research materials for Pachulski (.8), emails with D. Mannal re reply research (.2).	9.70	6,499.00
10/24/12	O'NEILL, P. BRADLEY	O/c w/ K. Eckstein re: standing motion reply (.8); Review M. Chass email re OID (.3); revise reply brief re: standing motion (.6).	1.70	1,343.00
10/24/12	WIECKOWSKI, ELIZABETH M	Perform document review re: collateral review.	1.40	588.00
10/24/12	GONT, IIONA	Perform document review re: Collateral Review	2.70	1,296.00
10/24/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	5.50	3,850.00
10/24/12	HERZOG, BARRY	Discuss OID issues w/ M. Chass (.6), review AlixPartners analysis re: same (.6), emails w/ M. Chass, J. Shifer, E. Daniels, & S. Zide re: same (.7).	1.90	1,643.50
10/24/12	CHASS, MARK	Discuss OID issues w/ B. Herzog (.6), review draft complaint re: same (1.1); correspond w/ E. Daniels & Alix re: OM (1.2); review choice of law memo (.4); discuss OID w/ J. Shifer (.4), emails with J. Shifer, B. Herzog, M. Landy, E. Daniels, and S. Zide re: OID issues (.9); review multiple versions of Alix presentation re: OID (1.2), follow up correspondence w/ Alix re: same (.6); review OM, and terms and consummation of exchange offer (1.3), review documents (1.0) and draft comprehensive memo re: OID (1.2), review comments to same (.6), revise same (.4).	10.90	8,120.50
10/24/12	ECKSTEIN, KENNETH H.	O/c w/ B. O'Neill re standing motion reply and issues (.8); review case law (.6).	1.40	1,386.00
10/25/12	VANARIA, HUNTER	Cite check STN motion reply (.7); quote check same (.7).	1.40	434.00

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10/25/12	ZIDE, STEPHEN	Speak with K. Eckstein re STN reply (.5); meet with B. O'Neill and J. Shifer re same (.4), follow up correspondence w/ B. O'Neill, J. Shifer, M. Chass & E. Daniels re: same (1.3); revise reply re: same (3.2). Meet with M. Chass and J. Shifer re OID (.5).	5.90	4,248.00
10/25/12	CAHN, JOSHUA B	Review Standing Objections Reply (1.0); edit same (2.2).	3.20	1,408.00
10/25/12	O'NEILL, P. BRADLEY	Revise reply brief to standing motion (1.3); review complaint re: lien challenge (1); MTW E. Daniels & M. Chass re same (.8); TCF Pachulski, E. Daniels & M. Chass re complaint (.5); CF S. Zide, J. Shifer re reply brief (.4); CF K. Eckstein re same (.4); review emails re OID (.3)	4.70	3,713.00
10/25/12	WIECKOWSKI, ELIZABETH M	Perform document review for collateral review.	4.20	1,764.00
10/25/12	GONT, IIONA	Review documents for collateral review	3.50	1,680.00
10/25/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues. `	5.00	3,500.00
10/25/12	MANNAL, DOUGLAS	Correspond with S. Zide, B. O'Neill and K. Eckstein re reply to standing motion (.5); review same (.3)	0.80	632.00
10/25/12	GIL, ALEXANDRA	Perform document review re: collateral review	1.40	882.00
10/25/12	SHIFER, JOSEPH A	Emails with B. O'Neill, S. Zide, E. Daniels, Pachulski re JSN complaint (.8), numerous revisions to STN reply (6.3); meet w/ B. O'Neill & S. Zide re: reply (.4); follow up correspondence with B. O'Neill, S. Zide, and M. Chass re same (1.0), draft email to committee re same (.4), review JSN complaint (1.0) and follow up emails to S. Zide and E. Daniels re same (.5), review email from S. Martin re OID (.2) and meet w/ S. Zide and M. Chass re: OID (.5), emails with B. Herzog re same (.2)	11.30	7,571.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/12	CHASS, MARK	Review and comment on standing motion reply (1.9), correspond re: same w/ J. Shifer (.8); meet w/ B. O'Neill & E. Daniels re: complaint (.8), T/C w/ Pachulski, B. O'Neill, & E Daniels re: JSN complaint, status & process (.5), follow up correspond w/ E. Daniels and Pachulski re: same (.7); review (1.8) and comment (1.6) on revised complaint; correspond w/ Alix re: OID, exchange offer (.8), review analysis of same (.6) and comment on same (.4); follow up analysis (.5) and correspond with J. Shifer & E. Daniels re: OID (.7); meet w/ S. Zide & J. Shifer re: OID (.5)	11.60	8,642.00
10/25/12	DANIELS, ELAN	Review Standing motion reply and email correspondence to J. Shifer regarding same (.5); T/C with Pachulski, B. O'Neill & M. Chass regarding JSN complaint (.5); correspondence with M. Chass, J. Shifer regarding next steps (.4); review complaint (.6) conferences with B. O'Neill & M. Chass re: complaint (.8), and follow-up correspond w/ S. Zide & M. Chass regarding complaint and revise same (.5); email correspondence with M. Abbott, A. Gil, I. Gont and E. Wieckowski regarding document review (.8);	4.10	2,870.00
10/26/12	ZIDE, STEPHEN	Review and revise STN reply (.8); correspond with B. O'Neill, J. Shifer and E. Daniels re same (1.5).	2.30	1,656.00
10/26/12	O'NEILL, P. BRADLEY	Review brief (1); prep for filing (.2); Confer w/ J. Shifer re same (.3); review complaint re: lien challenge (.6).	2.10	1,659.00
10/26/12	WIECKOWSKI, ELIZABETH M	Analyze documents for collateral review.	1.50	630.00
10/26/12	VANARIA, HUNTER	Review omnibus reply re STN objections (1.2); revise same per J. Shifer comments (.5); prepare and file same (.7); arrange same for service (.2).	2.60	806.00
10/26/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	4.30	3,010.00
10/26/12	DANIELS, ELAN	Revise complaint re: lien challenge (.6); T/C and email correspondence with White and Case regarding schedules (.4)	1.00	700.00
10/26/12	GIL, ALEXANDRA	Perform document review re: collateral review.	3.40	2,142.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	SHIFER, JOSEPH A	Further revisions to STN reply (2.4), revise JSN complaint (.7), meet w/ B. O'Neill re: same (.3), and supervise filing of same (1.0).	4.40	2,948.00
10/26/12	CHASS, MARK	Review finalized STN response (.9), correspondence w/ J. Shifer, E. Daniels, & S. Zide re: same (.5).	1.40	1,043.00
10/26/12	ECKSTEIN, KENNETH H.	Review reply in preparation for JSB lien challenge hearing (.4).	0.40	396.00
10/30/12	GONT, IIONA	Perform document review re: collateral review.	3.00	1,440.00
10/31/12	GONT, IIONA	Perform document review re: collateral review.	3.00	1,440.00
10/31/12	ABBOTT, MATTHEW F	Review collateral review document production for relevancy and specific issues.	4.20	2,940.00
10/31/12	SHIFER, JOSEPH A	Review JSN complaint (1.4) and draft lengthy email to B. O'Neill re same (1.3).	2.70	1,809.00
10/31/12	O'NEILL, P. BRADLEY	Review J. Shifer email re OID (.6).	<u>0.60</u>	<u>474.00</u>
TOTAL			<u>942.30</u>	<u>\$625,670.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	23.50	23,265.00
KROUNER, SHARI K.	PARTNER	77.00	64,680.00
BESSONETTE, JOHN	PARTNER	106.10	83,819.00
MANNAL, DOUGLAS	PARTNER	30.20	23,858.00
PETTIT, LAURENCE	PARTNER	21.80	18,312.00
TAYLOR, JEFFREY	ASSOCIATE	98.20	73,159.00
ARCHER, CAROL	ASSOCIATE	14.20	9,940.00
BROOKS, MICHAEL	ASSOCIATE	38.60	27,020.00
ZIDE, STEPHEN	ASSOCIATE	51.30	36,936.00
DANIELS, ELAN	ASSOCIATE	2.60	1,820.00
RINGER, RACHAEL L	ASSOCIATE	4.60	2,507.00
BRODY, DANIEL J	ASSOCIATE	58.50	31,882.50
WEISS, MATTHEW	ASSOCIATE	8.20	4,469.00
HILL, MICHAEL C	ASSOCIATE	28.90	14,016.50
MIRVIS, DORI Y	ASSOCIATE	5.40	2,619.00
KAUP, ANASTASIA N	ASSOCIATE	0.30	145.50
ALLARD, NATHANIEL	ASSOCIATE	28.90	11,993.50
SHAIN, ALIYA	PARALEGAL	<u>1.50</u>	<u>427.50</u>
TOTAL		<u>599.80</u>	<u>\$430,869.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	ALLARD, NATHANIEL	Summarize cure objections (2.7); update same with recently filed objections (1.4)	4.10	1,701.50
10/01/12	BESSONETTE, JOHN	T/C w/ D. Mannal re: auction (.3); correspond w/ D. Mannal & N. Allard re: cure costs (.4); review cure objection materials (.8).	1.50	1,185.00
10/01/12	KROUNER, SHARI K.	Review Fannie Mae objections.	0.80	672.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	MANNAL, DOUGLAS	TCF with J. Bessonette re upcoming auction (.3); emails with J. Bessonette, J. Taylor, and S. Zide re cure claims (.2); review cure objections (.8).	1.30	1,027.00
10/01/12	TAYLOR, JEFFREY	Review sale objections (1.3); call w/ potential Whole Loan bidder regarding bidding process (.8); review sales update presentation from Debtors (1.2).	3.30	2,458.50
10/01/12	RINGER, RACHAEL L	Review chart re: cure claim objections, e-mails with N. Allard re: same (.5)	0.50	272.50
10/02/12	ALLARD, NATHANIEL	Correspond with C. Archer re: cure claims	0.10	41.50
10/02/12	ARCHER, CAROL	Conf. w. J. Bessonette re cure objections (.2), follow-up correspondence w/ J. Bessonette re: same (.3), correspond w/ N. Allard re: cure claims (.1); Review cure objections (4.2).	4.80	3,360.00
10/02/12	BESSONETTE, JOHN	Conference w/ C. Archer re: cure objections (.2); follow-up correspondence w/ C. Archer and J. Taylor re: same (.7).	0.90	711.00
10/02/12	BESSONETTE, JOHN	Correspond with MoFo, J. Taylor, and S. Zide re: sale, assignment/assumption matters, and cure related objections (1.1)	1.10	869.00
10/02/12	SHAIN, ALIYA	Compile and organize all Cure Objections.	0.70	199.50
10/03/12	ARCHER, CAROL	Review cure objections (1.6), prepare summary thereof (2.3); Correspond w. J. Taylor and J. Bessonette re: same (.2). Confer w/ D. Mirvis with respect to summary of Sale Procedures (.2).	4.30	3,010.00
10/03/12	MIRVIS, DORI Y	Confer w/ C. Archer re: Sale Procedures (.2); summarize same (2.7).	2.90	1,406.50
10/03/12	SHAIN, ALIYA	Send cure objections to J. Bessonette (.3).	0.30	85.50
10/04/12	MIRVIS, DORI Y	Research re: sale of de minimis assets (1.5); Revise summary chart re: same (1)	2.50	1,212.50
10/04/12	BESSONETTE, JOHN	Confer w/ D. Brody re: research of cure claims (.4); confer w/ D. Brody re: preliminary analysis of Fannie Mae matter (.2); correspond with J. Taylor and MoFo re: assignment and assumption process (.4).	1.00	790.00
10/04/12	ARCHER, CAROL	Review cure amounts (1.3), draft summary of same (1.2); emails w/ M. Leung re: GSE contracts (.2), review same (1.1).	3.80	2,660.00
10/04/12	BRODY, DANIEL J	Confer w/ J. Bessonette re: cure claims (.4); Research case law re: same (5.6).	6.00	3,270.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/12	BRODY, DANIEL J	Confer w/ J. Bessonette re: Fannie Mae objection (.2), review same (1.4) and draft analysis re: same (4.4).	6.00	3,270.00
10/05/12	WEISS, MATTHEW	Discussion with J. Bessonette and C. Archer regarding Cure Objection summary.	0.50	272.50
10/05/12	ALLARD, NATHANIEL	Review new cure claim objections (.4), call w/ J. Bessonette re same (.1); analyze cure claim objections (.4).	0.90	373.50
10/05/12	BESSONETTE, JOHN	Review cure objections (2.1); Discuss same w/ C. Archer & M. Weiss (.5), correspond w/ J. Taylor, S. Zide and N. Allard re: same (.4); prepare for call with MoFo on same (.8).	3.80	3,002.00
10/05/12	ARCHER, CAROL	Review cure objections (.4), summarize same (.4); Discuss w/ J. Bessonette & M. Weiss re: same (.5)	1.30	910.00
10/05/12	BRODY, DANIEL J	Research case law re: cure claims objections (3.0); draft analysis of cure claims objections (3.0).	6.00	3,270.00
10/05/12	KROUNER, SHARI K.	Review servicing agreements for issues for sale of Debtors' assets.	1.50	1,260.00
10/05/12	ZIDE, STEPHEN	Correspond with L. Pettit and A. Barrage re pre auction objections (.8).	0.80	576.00
10/05/12	TAYLOR, JEFFREY	Review sale cure objections.	1.60	1,192.00
10/06/12	ALLARD, NATHANIEL	Analyze newly filed cure claim (.4); review cure claims and underlying contracts involved (.9)	1.30	539.50
10/06/12	WEISS, MATTHEW	Review Freddie Mac Objection to Cure Amounts (1.0) and Freddie Mac Master Agreement (1.8).	2.80	1,526.00
10/06/12	ZIDE, STEPHEN	Review NationStar proposal for pre-auction objections (.5); emails with P. Bentley re same (.3).	0.80	576.00
10/07/12	WEISS, MATTHEW	Draft summary of Freddie Mac Cure Amounts Objection.	1.70	926.50
10/07/12	BESSONETTE, JOHN	Review cure claim objections (.5), emails re: same w/ S. Zide (.6).	1.10	869.00
10/07/12	ALLARD, NATHANIEL	Analyze cure claim objections.	0.50	207.50
10/07/12	ZIDE, STEPHEN	Review and comment on NationStar term sheet for pre-auction objections (1.0); detailed email to J. Bessonette, D. Mannal and L. Pettit re same (1.0); review reply re same (.5). Email with A. Barrage re same (.2).	2.70	1,944.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/08/12	ALLARD, NATHANIEL	Conf. call w/ MoFo, J. Bessonette, J. Taylor, and M. Weiss re: cure claim objections (.8), follow up discussions w/ J. Bessonette, J. Taylor, and M. Weiss re: same (.3); follow up email to J. Taylor re: related complaints (.3)	1.40	581.00
10/08/12	WEISS, MATTHEW	Summarize FGIC cure claim objection (1.6). Conference call with J. Bessonette, J. Taylor, N. Allard and MoFo to discuss cure claims (.8), follow-up discussions w/ J. Bessonette, J. Taylor, and N. Allard re: same (.3).	2.70	1,471.50
10/08/12	BESSONETTE, JOHN	Review FGIC and MBIA cure claim objections (.8); prepare for (.8) and conference call with MoFo, J. Taylor, M. Weiss & N. Allard re: same (.8), follow-up discussions w/ J. Taylor, M. Weiss & N. Allard re: same (.3); follow-up correspondence w/ J. Taylor and Moelis re: cure costs and GSEs (1.5).	4.20	3,318.00
10/08/12	BESSONETTE, JOHN	Review RMBS proposed term sheet and Debtors' draft reply to RMBS sale objection (1.5); follow-up correspondence with MoFo and J. Taylor re: term sheet, open issues re: trustees and purchaser, and sale (2.8).	4.30	3,397.00
10/08/12	TAYLOR, JEFFREY	Call w/ MoFo, J. Bessonette, M. Weiss & N. Allard regarding cure costs and potential settlement of trustee's sale objections (.8), follow-up discussions w/ J. Bessonette, M. Weiss & N. Allard re: same (.3), follow-up correspondence w/ J. Bessonette re: same (.2); review term sheet regarding potential settlement of trustee's sale objections (.8); review sale objections (1.4).	3.50	2,607.50
10/09/12	BESSONETTE, JOHN	Correspond with MoFo, S. Zide, J. Taylor, and S. Krouner re: cure claims objections and related matters (2.8); Review materials and prepare for upcoming auction (.8); correspond with MoFo, S. Krouner, J. Taylor and S. Zide re: trustee pre-auction objection and related matters (2.3); correspond with J. Taylor to review high level sale related issues (.6)	6.50	5,135.00
10/09/12	KROUNER, SHARI K.	Prep for auctions (1.0); correspondence w/ MoFo, J. Bessonette, J. Taylor, and S. Zide re: Trustee pre auction objections (1.2)	2.20	1,848.00
10/09/12	MANNAL, DOUGLAS	Review Ally sale term sheets (.5); email with Moelis re same (.2)	0.70	553.00

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10/09/12	PETTIT, LAURENCE	Review and respond to emails from J. Bessonette regarding trustee's proposed term sheet addressing pre-auction objections (0.3).	0.30	252.00
10/09/12	RINGER, RACHAEL L	E-mails with D. Mannal re: pre-auction objections (.4),	0.40	218.00
10/09/12	RINGER, RACHAEL L	Numerous e-mails with S. Zide re: pre-auction objections (.3).	0.30	163.50
10/10/12	BROOKS, MICHAEL	Meeting with J. Bessonette, S. Krouner, J. Taylor, and D. Brody re: recent developments and preparation for bids/auctions (1.0).	1.00	700.00
10/10/12	ALLARD, NATHANIEL	Call w/ J. Bessonette and D. Brody re: cure claims (.1), research re: same (.4)	0.50	207.50
10/10/12	BESSONETTE, JOHN	Draft memo summarizing cure cost matters and impact on proceeds of sale (2.9); revise same (1.0); call w/ D. Brody and N. Allard re: same (.1); review Ally term sheets (1.0) and draft comments re: potential impact on sale (.4); meeting with S. Krouner, J. Taylor, M. Brooks & D. Brody re: key issues in connection with upcoming auction (1.0); correspond with S. Zide, J. Taylor re: sale matters (.7); revise summary analysis of impact to purchase price of key developments (1.6).	8.70	6,873.00
10/10/12	WEISS, MATTHEW	Review J. Bessonette's memo on cure amounts.	0.50	272.50
10/10/12	ZIDE, STEPHEN	Review cure claim objections (.4).	0.40	288.00
10/10/12	KROUNER, SHARI K.	Meeting w/ J. Bessonette, J. Taylor, M. Brooks, and D. Brody re upcoming auctions & issues (1.0); review memos re cure costs (.8); review FGIC cure claim objection (1.1)	2.90	2,436.00
10/10/12	BRODY, DANIEL J	Meeting w/ J. Bessonette; S. Krouner, M. Brooks, and J. Taylor re: sale of assets (1.0); Discuss cure objections w/ J. Taylor (.8).	1.80	981.00
10/10/12	BRODY, DANIEL J	Draft memo re: cure claims for J. Bessonette (4.0), call w/ J. Bessonette & N. Allard re: same (.1).	4.10	2,234.50
10/10/12	TAYLOR, JEFFREY	Review cure cost objections (3.7); meeting w/ J. Bessonette, S. Krouner, M. Brooks, and D. Brody re: same (1.0), discuss cure costs with D. Brody (.8); created chart of cure costs and other potential purchase price reductions (2.9).	8.40	6,258.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/12	PETTIT, LAURENCE	Review emails from J. Bessonette and R. Ringer re pre-auction objections and PSA amendments (0.3).	0.30	252.00
10/11/12	BROOKS, MICHAEL	Review of Whole Loans APA (0.7); Draft of cheat sheet checklist of purchase price terms in Whole Loans APA for use with upcoming bids (0.8); Draft of template for comparison of competitive bids for Whole Loans (1.3)	2.80	1,960.00
10/11/12	KROUNER, SHARI K.	Conference call w/ MoFo, J. Bessonette, J. Taylor, and D. Brody re: sale (.5); correspond w/ MoFo re: auction issues (.5); review Fannie Mae and Freddie Mac cure cost objections (1.2); review MBIA & Midfirst cure cost objections (.9).	3.10	2,604.00
10/11/12	MANNAL, DOUGLAS	Review cure claim objections (.5); review sale objections (.6).	1.10	869.00
10/11/12	BRODY, DANIEL J	Draft (2.5) and edit (1.0) memo re: cure claims.	3.50	1,907.50
10/11/12	BRODY, DANIEL J	Conf. Call w/ MoFo, J. Bessonette, S. Krouner, and J. Taylor re: sale issues (.5).	0.50	272.50
10/11/12	BESSONETTE, JOHN	Conference call w/ MoFo, S. Krouner, J. Taylor, and D. Brody re: open sales issues (.5); correspond with S. Krouner and J. Taylor re: issues related to purchase price and sale process (.3); prepare for sale hearing (1.4).	2.20	1,738.00
10/11/12	TAYLOR, JEFFREY	Review Ally MSR sale term sheet and related materials (1.2); discussions w/ MoFo regarding servicing and subservicing agreements relating to same (1.1); Conference call w/ MoFo, J. Bessonette, S. Krouner and D. Brody re: sale issues (.5); follow-up correspondence w/ MoFo re: cure claims and purchase price adjustments (.8).	3.60	2,682.00
10/12/12	KAUP, ANASTASIA N	Review/comment on draft reservation of rights re: sales (.2); emails w/ R. Ringer re: same (.1).	0.30	145.50
10/12/12	BROOKS, MICHAEL	Update draft template for comparison of whole loan APA bids (0.7). Review selected provisions in NationStar APA for upcoming bid preparation (0.8).	1.50	1,050.00

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10/12/12	PETTIT, LAURENCE	Email with L. Neunder re judicial and non-judicial foreclosure and review list of judicial and non-judicial states provided by J. Davis (.6); exchange emails with R. Epstein regarding "inside mortgage finance" study (0.2); review RMBS and PSA issues in draft term sheet from Debtors' counsel regarding Trustees' pre-auction objections (.8); calls with S. Krouner and S. Zide regarding same (0.4); call with S. Zide, S. Krouner, and A. Barrage regarding same and provide comments/questions on said term sheet (0.5).	2.50	2,100.00
10/12/12	ALLARD, NATHANIEL	Speak w/ S. Zide re: cure issues (.4), research re: same (2.4); review new cure claim objections (.2)	3.00	1,245.00
10/12/12	ECKSTEIN, KENNETH H.	T/c w/ G. Siegel re: RMBS Trustee pre-auction objection (.4); correspondence w/ D. Mannal & S. Zide re: same (.4).	0.80	792.00
10/12/12	MANNAL, DOUGLAS	TCF and emails with L. Parsons re GSE cure amounts.	0.90	711.00
10/12/12	KROUNER, SHARI K.	Review term sheet w/ Debtors, Trustees, and NationStar (1.0); call w/ S. Zide and L. Pettit re: term sheet (.4), call w/ A. Barrage, S. Zide & L. Pettit re: same (.5), follow-up correspondence w/ MoFo, S. Zide re: trustee issues (.7); review whole loans template and APA (.8)	3.40	2,856.00
10/12/12	BRODY, DANIEL J	Confer w/ J. Bessonette re: auction objections (.3); Review (1.2) and draft (3.2) summary memo re: trustees pre-auction objections.	4.70	2,561.50
10/12/12	BESSONETTE, JOHN	Correspond with MoFo & J. Taylor re: purchase price adjustments (1.6); confer w/ D. Brody in review of auction objections (.3); review documents for inclusion of Fannie/Freddie transactions in platform sale (.4).	2.30	1,817.00

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10/12/12	ZIDE, STEPHEN	Review revised settlement on pre-auction objections (.6); correspond with J. Bessonette and L. Pettit re same (.2); markup up proposal on indemnity (.4); call with S. Krouner and L. Pettit re same (.4); call w/ MoFo, S. Krouner, L. Pettit re same (.5); follow up email to MoFo re same (.3), follow up correspondence w/ S. Krouner re: same (.2); Speak with N. Allard re research on cure issues (.4).	3.00	2,160.00
10/12/12	TAYLOR, JEFFREY	Call w/ MoFo to discuss sale objections, potential cure costs and other purchase price adjustments (1.4); correspond w/ J. Bessonette and S. Krouner re: same (1.1).	2.50	1,862.50
10/13/12	ALLARD, NATHANIEL	Research re: assumption and assignment (3.2)	3.20	1,328.00
10/14/12	KROUNER, SHARI K.	Emails w/ Moelis & MoFo re: sale issues.	0.20	168.00
10/14/12	ZIDE, STEPHEN	Email D. Mannal, K. Eckstein and P. Bentley re open issues on deadline for cure claims (.7).	0.70	504.00
10/15/12	BROOKS, MICHAEL	Call with Moelis, J. Bessonette, S. Krouner, S. Zide, J. Taylor, and D. Brody re: potential purchase price adjustments/assumed liabilities for asset transactions (1.0); Further review of Whole Loans APA in anticipation of bids (0.9).	1.90	1,330.00
10/15/12	ALLARD, NATHANIEL	Draft email memo to S. Zide re: pre-auction objections (1.2)	1.20	498.00
10/15/12	PETTIT, LAURENCE	Call with S. Krouner, S. Zide, and A. Barrage regarding Trustee's pre-auction objections and assumption of servicer obligations (0.3); draft summary email regarding same issue for S. Zide (0.8); email with L. Neunder and P. Bentley regarding foreclosure procedures in judicial and non-judicial states (0.1); phone call N. Tucker re same (0.2); email to L. Neunder re same (0.2).	1.60	1,344.00
10/15/12	ZIDE, STEPHEN	Confer w/ K. Eckstein re: pre-auction objections (.6); call w/ Moelis, J. Bessonette, S. Krouner, J. Taylor, M. Brooks and D. Brody re: cure claims and purchase price adjustments for sale (1.0); call w/ L. Pettit, S. Krouner, and A. Barrage re: pre-auction objections (.3); correspondence w/ A. Barrage, T. Goren, and S. Krouner re; status of pre-auction objections (2.3); confer w/ D. Mannal re: same (.6); draft email update to UCC re: same (1.5).	6.30	4,536.00

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10/15/12	KROUNER, SHARI K.	Call w/ Moelis, J. Bessonette, J. Taylor, S. Zide, M. Brooks, & D. Brody re: cure claims (1.0); call w/ L. Pettit, S. Zide and A. Barrage re: pre-auction objections (.3); correspondence w/ MoFo and S. Zide re: same (1.3); review NationStar & Berkshire APAs (1.2).	3.80	3,192.00
10/15/12	HILL, MICHAEL C	Call with Moelis, J. Bessonette, J. Taylor, S. Krouner, M. Brooks and D. Brody re: sale process, cure costs, purchase price.	1.00	485.00
10/15/12	ECKSTEIN, KENNETH H.	C/w S. Zide re pre auction objection and issues (.6)	0.60	594.00
10/15/12	BESSONETTE, JOHN	Prepare for (1.8) and conference call (1.0) with Moelis, S. Krouner, J. Taylor, S. Zide, M. Brooks, and D. Brody re: sale process and purchase price adjustments; follow-up correspondence with MoFo re: purchase price adjustments, etc. (1.1); follow-up correspondence with S. Krouner, S. Zide, and J. Taylor re: sale process issues, preparation for auction, etc. (.7); emails with Moelis, MoFo, S. Zide, J. Taylor, S. Krouner re: all open items in connection with sale (1.5).	6.10	4,819.00
10/15/12	BRODY, DANIEL J	Conference call w/ Moelis, J. Bessonette, S. Krouner, S. Zide, M. Brooks, and J. Taylor re: sale process.	1.00	545.00
10/15/12	BRODY, DANIEL J	Review stalking horse APAs for bid review	2.40	1,308.00
10/15/12	MANNAL, DOUGLAS	Review pre-auction objections (.3); office conference with S. Zide re same (.6)	0.90	711.00
10/15/12	TAYLOR, JEFFREY	Prepare for (.4) and call (1.0) w/ Moelis, J. Bessonette, S. Krouner, S. Zide, M. Brooks & D. Brody re: cure claims and purchase price adjustments; review AFI support letter regarding the NationStar APA (.6); revise chart of cure costs and other potential purchase price adjustments arising out of the sale of the platform (2.1).	4.10	3,054.50
10/16/12	ALLARD, NATHANIEL	Review contracts and sale issues (.6), draft summary re: same (1.1), correspondence w/ D. Mannal re: same (.2)	1.90	788.50
10/16/12	ALLARD, NATHANIEL	Draft reservation of rights re: sale auction (.3); review newly filed pleadings re: sale (.3), email to internal KL group re: same (.2).	0.80	332.00

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10/16/12	KROUNER, SHARI K.	Call w/ J. Bessonette re: auction strategy (.2); meeting w/ MoFo, FTI, Moelis, Alix, J. Taylor and S. Zide re: bid analysis (1.8), follow-up correspondence w/ Moelis, Alix, J. Bessonette, S. Zide re: same (1.1); correspond w/ S. Zide & L. Pettit re: Trustees' pre-auction objections (.3); discuss bid process w/ M. Brooks (.3)	3.70	3,108.00
10/16/12	BROOKS, MICHAEL	Discussions with S. Krouner re: bid process/next steps (0.3); Update to template for processing bids for whole loan assets (0.4).	0.70	490.00
10/16/12	BESSONETTE, JOHN	Call w/ S. Krouner re: auction strategy (.2); correspond w/ D. Brody re: sale procedures (.5); discuss Debtors' model w/ J. Taylor (.8); correspondence w/ MoFo re: sale process (1.0), correspond w/ S. Krouner, S. Zide, D. Brody, and J. Taylor re: same (1.2). Correspond w/ J. Taylor & S. Zide re: preparations for auction (1.0).	4.70	3,713.00
10/16/12	BRODY, DANIEL J	Review (2.0) and draft (2.0) summary of sale procedures, correspond w/ J. Bessonette re: same (.5).	4.50	2,452.50
10/16/12	MANNAL, DOUGLAS	Review cure claim issue (.6); office conference with S. Zide re same (.5)	1.10	869.00
10/16/12	TAYLOR, JEFFREY	Meeting w/ MoFo, FTI, Moelis, Alix, S. Krouner & S. Zide regarding bid analysis model (1.8); review model prepared by Debtors' counsel (.7); discussions w/ J. Bessonette regarding the same (.8); correspond w/ J. Bessonette and S. Zide re: preparations for the asset auctions (1.3).	4.60	3,427.00
10/16/12	ZIDE, STEPHEN	Emails with A. Barrage re pre-auction objections (.2); call with T. Goren re same (.3); Meet with MoFo, FTI, Moelis, Alix, S. Krouner & J. Taylor re purchase price adjustments for sales (1.8); follow-up correspondence with T. Goren and A. Barrage re pre-auction objections (.9); correspond with L. Pettit re pre-auction objections (.3). Draft detailed status update on pre-auction objections to the UCC (1.5); office conference w/ D. Mannal re: cure claims (.5), correspond w/ K. Eckstein & D. Mannal re: pre-auction objections (.6).	6.10	4,392.00

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10/16/12	ECKSTEIN, KENNETH H.	T/c w/ J. DeMarco (Ocwen counsel) re asset sale issues (.8).	0.80	792.00
10/16/12	SHAIN, ALIYA	Organize pre-auction objections and send to S. Zide (.5).	0.50	142.50
10/16/12	PETTIT, LAURENCE	Emails with S. Zide and S. Krouner regarding Trustee's pre-auction objections and possible assumption of certain obligations (0.7); further review of related emails from S. Zide and K. Eckstein (0.2)	0.90	756.00
10/17/12	BROOKS, MICHAEL	Review of Whole Loan APA in anticipation of bids (0.5).	0.50	350.00
10/17/12	BESSONETTE, JOHN	Call w/ MoFo & S. Krouner re: Trustee issues (.7); confer w/ Moelis, MoFo, and S. Krouner re: auction issues, bids (2.0); follow-up correspondence w/ Moelis, MoFo, S. Krouner, and J. Taylor re: same (.9); correspond w/ M. Brooks re: HFS assets (.2).	3.80	3,002.00
10/17/12	KROUNER, SHARI K.	Call w/ MoFo & J. Bessonette re: Trustee issues (.7); confer w/ Moelis, MoFo, and J. Bessonette re: auction issues (2.0); follow-up correspondence w/ Moelis, MoFo, J. Bessonette, J. Taylor, and M. Brooks re: same (1.4).	4.10	3,444.00
10/17/12	TAYLOR, JEFFREY	Correspond w/ S. Krouner and S. Zide regarding stalking horse APAs and closing conditions thereof (.6); summarize back-up bid provisions in NationStar APA/Bid procedures order (.7); review purchase price allocation by collateral analysis (1.2).	2.50	1,862.50
10/18/12	BROOKS, MICHAEL	Meeting with J. Bessonette, S. Krouner, J. Taylor, M. Hill and D. Brody in preparation of bids and auction (1.0); Create bid analysis template (1.7); prepare full binders of transaction documents for auction (0.8). Review summary of Sale Procedures (0.5)	4.00	2,800.00
10/18/12	BESSONETTE, JOHN	Conference with J. Taylor re: sale issues (.5); meeting with S. Krouner, J. Taylor, M. Brooks, M. Hill and D. Brody to prepare for auction and review key issues (1.0); follow-up correspondence with Moelis and J. Taylor re: bid procedures as related to back-up bids (.5); review amendment and revised sale order from NationStar (1.7); correspond w/ Moelis, MoFo, J. Taylor and S. Krouner re: same (1.5).	5.20	4,108.00

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10/18/12	HILL, MICHAEL C	Plan meeting w/ J. Bessonette, S. Krouner, J. Taylor, and M. Brooks, and D. Brody re: bid/auction process (1.0); draft bid deck comparison in anticipation of bids (1.8).	2.80	1,358.00
10/18/12	KROUNER, SHARI K.	Prepare for (.7) and meet w/ J. Bessonette, J. Taylor, and D. Brody re: auction (1.0); review bid procedures (.4); review amendment to NationStar APA and sales order (1.4); review proceeds analysis (.5); Correspond w/ MoFo, Moelis, J. Bessonette, and J. Taylor re: auction (2.1).	6.10	5,124.00
10/18/12	BRODY, DANIEL J	Meet w/ J. Bessonette, S. Krouner, and M. Brooks, M. Hill, and J. Taylor re: sale procedure issues.	1.00	545.00
10/18/12	BRODY, DANIEL J	Draft memo to J. Bessonette and J. Taylor re: sale procedures	4.30	2,343.50
10/18/12	BRODY, DANIEL J	Review of NationStar APA for auction issues.	2.30	1,253.50
10/18/12	TAYLOR, JEFFREY	Conference w/ J. Bessonette re: sale issues (.5); Review proposed amendments to the NationStar APA (2.4); correspond w/MoFo re same (2.1); correspond w/ K. Eckstein, J. Bessonette and S. Krouner regarding the same (1.6); discussions w/ J. Dermont regarding negotiations w/ Ocwen regarding back-up bid liability (.5); meet regarding auction preparations w/ J. Bessonette, S. Krouner, M. Brooks, M. Hill and D. Brody (1.0).	8.10	6,034.50
10/18/12	ZIDE, STEPHEN	Correspond with J. Bessonette and J. Trachtman re asset allocation issues (.4). Emails with T. Goren, S. Krouner, L. Pettit and A. Barrage re admin cap for pre-auction objections (1). Emails with D. Chou re employee comp for investigation (.4). Review revised sale order and APA from bidders (.9).	2.70	1,944.00
10/18/12	PETTIT, LAURENCE	Call with J. Taylor and S. Krouner regarding changes to NationStar APA (1.0).	1.00	840.00

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10/19/12	BROOKS, MICHAEL	Updates to bid summary template (1.0); Finalizing binders for auction (0.5). Review of NationStar APA for bids (1.3). Review of Ocwen bid package (0.8). Review of DLJ bid package (2.2); Draft issues list re: DLJ Bid (0.8); Meeting with J. Bessonette, S. Krouner, J. Taylor, and M. Hill re: Bid Packages and related issues (1.0); Draft PowerPoint presentation re: DLJ Bid (1.8); Update presentation for both bids (0.4)	9.80	6,860.00
10/19/12	BESSONETTE, JOHN	Correspond with MoFo, Moelis, Alix, S. Krouner, J. Taylor and S. Zide re: sale and auction (2.1); review bid packages (2.2); Conference w/ S. Krouner, J. Taylor, M. Brooks, M. Hill re: bid packages (1.0); follow-up correspondence w/ J. Taylor, S. Krouner, S. Zide, D. Brody re: same (2.6).	7.90	6,241.00
10/19/12	PETTIT, LAURENCE	Call with S. Krouner, S. Zide, and A. Barrage regarding revised APA and revised sale order (0.8); review new drafts of same (1.4); follow up call with S. Krouner re: same (0.3); call with S. Krouner and J. Taylor regarding bid packages (0.2); review bid packages and APA re terms and re master servicing advances issue (0.7); correspond with S. Krouner, J. Taylor, Centerview and Debtors' counsel re same (0.3); review servicing agreement and subservicing agreement proposed with bidders (0.5); review new language from A. Barrage regarding Trustees' sale issues (0.5).	4.70	3,948.00
10/19/12	HILL, MICHAEL C	Analyzing bid letters (2.2); draft bid comparison (2.8); meeting with J. Bessonette, J. Taylor, S. Krouner, M. Brooks re: same (1.0).	6.00	2,910.00
10/19/12	KROUNER, SHARI K.	Meet w/ J. Bessonette, J. Taylor, M. Brooks and M. Hill re: bid packages (1.0); review changes to sale order (.5); call w/ MoFo, L. Pettit, and S. Zide re: sale order (.8); follow up call w/ L. Pettit re: same (.3); call w/ MoFo re: MSAs (.5); review bids re: platform and consortium (2.5); review deck for committee & issues list (1.5); correspondence w/ MoFo, Moelis, Alix and CVP re: auction issues and bids (1.8); call w/ L. Pettit and J. Taylor re: bid packages (.2).	9.10	7,644.00

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10/19/12	BRODY, DANIEL J	Draft memo re: bid procedures for J. Bessonette	2.00	1,090.00
10/19/12	MANNAL, DOUGLAS	Review bid packages (2.3)	2.30	1,817.00
10/19/12	TAYLOR, JEFFREY	Meet w/ J. Bessonette, S. Krouner, M. Brooks and M. Hill re: bid packages (1.0); Review bid packages (4.7); call w/ L. Pettit and S. Krouner re: same (.2); correspond w/ J. Bessonette, S. Krouner, S. Zide regarding the same (1.8); prepare bid analysis presentation (3.4).	11.10	8,269.50
10/19/12	ZIDE, STEPHEN	Review revised sale order (1.0); call with MoFo, L. Pettit, and S. Krouner re same (.8); follow-up emails w/ MoFo, L. Pettit, D. Mannal and S. Krouner re: same (1.0) Review bid packages (.4); emails with S. Krouner and J. Taylor re same (.4).	3.60	2,592.00
10/20/12	BROOKS, MICHAEL	Call with S. Krouner, L. Pettit, J. Taylor and MoFo re: bid packages and related issues (.7), follow-up call w/ S. Krouner, L. Pettit and J. Taylor re: same (.3); correspond w/ S. Krouner, J. Bessonette, and J. Taylor re: UCC presentation (0.7); Update to bid package presentation (1.0).	2.70	1,890.00
10/20/12	BESSONETTE, JOHN	Correspondence with MoFo, Moelis, S. Krouner, J. Taylor, and M. Brooks re HFS and platform bids and related issues (2.7); emails w/ D. Mannal and S. Krouner re: bid letter (.4); review (.6) and revise (.4) Committee presentation re same, correspond w/ M. Brooks re: same (.3).	4.40	3,476.00
10/20/12	HILL, MICHAEL C	Review assumed contracts and correspond w/ J. Bessonette re: same (.5).	0.50	242.50
10/20/12	PETTIT, LAURENCE	Review emails from S. Krouner re bid packages and sale issues (0.3); call with S. Krouner, J. Taylor, M. Brooks and Debtors' counsel regarding comments on bid packages (0.7); follow up call with S. Krouner, M. Brooks and J. Taylor re: same (0.3); review draft servicing agreement and subservicing agreement (1.2).	2.50	2,100.00

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10/20/12	KROUNER, SHARI K.	Call w/ S. Zide re: sale issues (.4); review UCC presentation re: bid analysis (.7); review sales order (.5); call w MoFo, L. Pettit and J. Taylor re: bid packages (.7), follow-up call w/ L. Pettit, J. Taylor, and M. Brooks re: same (.3); Correspondence w/ MoFo, Moelis, J. Bessonette, J. Taylor and S. Zide re: auction issues (2.3); emails w/ L. Pettit re: bid packages (.3). Emails w/ D. Mannal & J. Bessonette re: bid letter (.4).	5.60	4,704.00
10/20/12	MANNAL, DOUGLAS	Emails with J. Bessonette and S. Krouner re Ocwen bid letter and auction process (.4)	0.40	316.00
10/20/12	TAYLOR, JEFFREY	Call w/ MoFo, S. Krouner, L. Pettit, and M. Brooks re: bid packages (.7). Follow-up call w/ S. Krouner, L. Pettit and M. Brooks re: same (.3); review (.8) and revise presentation re: bid analysis (1.0); correspond w/ MoFo re: bid issues (2.0), correspond w/ J. Bessonette, S. Krouner, and M. Brooks re: same (.8).	5.60	4,172.00
10/20/12	ZIDE, STEPHEN	Call with S. Krouner re sale issues (.4)	0.40	288.00
10/21/12	BESSONETTE, JOHN	Call w/ D. Mannal re: auction (.4); correspond w/ MoFo, Moelis, S. Krouner, J. Taylor and S. Zide re: HFS and platform bids (2.6), review (.5) and revise (.4) presentation re: same.	3.90	3,081.00
10/21/12	ZIDE, STEPHEN	Correspond w/ Moelis, J. Bessonette, S. Krouner and J. Taylor re: bids and auction (1.0); review committee presentation re: same (.5)	1.50	1,080.00
10/21/12	BROOKS, MICHAEL	Review: bid proposals and changes to presentation (0.8); Review of updated presentations (0.7).	1.50	1,050.00
10/21/12	HILL, MICHAEL C	Finalize bid letter comparison deck.	0.40	194.00
10/21/12	PETTIT, LAURENCE	Review draft servicing agreement and subservicing agreement between NSM and certain Debtors (2.0); correspond w/ S. Krouner, J. Taylor, S. Zide, and J. Bessonette re: same (1.0).	3.00	2,520.00
10/21/12	KROUNER, SHARI K.	Review revised sales order (.7); review UCC presentation re: bid analysis (.8); correspond w/ MoFo, Moelis, J. Bessonette, S. Zide, and J. Taylor re: auction (2.8).	4.30	3,612.00
10/21/12	MANNAL, DOUGLAS	TCF with J. Bessonette re upcoming auction (.4); review presentation to UCC re sale (.8).	1.20	948.00

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10/21/12	TAYLOR, JEFFREY	Review (1.0) and revise (.8) presentation regarding bid analysis; discussions w Moelis regarding the same (.7); review revised DLJ Consortium bid (1.4); discussions w/ Debtors' counsel regarding the same (.8); review transaction costs analysis (1.2).	5.90	4,395.50
10/22/12	BROOKS, MICHAEL	Review of bid proposal issues (0.7). Review of revised APA for whole loans (0.8); Review of proposed sale order for same (0.3); Identification of remaining issues in revised whole loans APA and Sale Order (0.5). Discuss revised whole loan APA w/ J. Bessonette (0.7); Call with Moelis to prepare for committee presentation (0.3); correspond with J. Taylor and J. Bessonette to discuss strategy for platform auction (0.7).	4.00	2,800.00
10/22/12	PETTIT, LAURENCE	Review sales order and send comments on same to S. Krouner (0.5); follow up with K. Kohler regarding servicing agreements with potential platform bid winner (0.1); review draft presentation to committee re comparison of bid packages for both sales (0.5).	1.10	924.00
10/22/12	HILL, MICHAEL C	Internal meeting with J. Bessonette, S. Krouner, M. Brooks, J. Taylor re: sale/auction (1.2)	1.20	582.00
10/22/12	ZIDE, STEPHEN	Correspond with S. Krouner re issues with bids and APAs (.8); review trustee indemnity language (.4); comment on same (.3); speak with S. Krouner re same (.4).	1.90	1,368.00
10/22/12	KROUNER, SHARI K.	Correspond w/ S. Zide re: bids and APAs (.8); call w/ S. Zide re: trustee indemnity language (.4); prepare for UCC call re: auction (1.0); correspond with J. Bessonette, M. Hill and M. Brooks re: auction (1.2); markup bids order (.6); Correspond w/ S. Zide, L. Pettit, and MoFo re: sales order (1.0); review consortium markup to APA (1.1).	6.10	5,124.00

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10/22/12	BESSONETTE, JOHN	Discuss auction process w/ J. Taylor (1.1); analyze allocation of purchase price (1.2), correspond with J. Taylor, S. Krouner and C. Hill and M. Brooks re: auction (1.2); review revised HFS APA documents (.8) and correspond w/ MoFo, SNR Denton, J. Taylor and S. Krouner re: same (.7), discuss same w/ M. Brooks (.7). Correspond w/ MoFo, Moelis, Alix, S. Krouner and J. Taylor re: platform auction (3.3), follow-up preparation for auction (3.4).	12.40	9,796.00
10/22/12	MANNAL, DOUGLAS	Review bid analysis (.9); email with Moelis and J. Bessonette re same (.3)	1.20	948.00
10/22/12	TAYLOR, JEFFREY	Review revised bid from DLJ consortium (2.1); Correspond with J. Bessonette, S. Krouner and C. Hill and M. Brooks re: auction (1.2); follow-up discussions w/ J. Bessonette regarding auction process and significant issues (1.1); reviewed purchase price allocation among collateral classes (.8); call w/ Alix Partners regarding the same (.7).	5.90	4,395.50
10/22/12	ECKSTEIN, KENNETH H.	Prepare for auction (2.5), review proposed bids (1.0).	3.50	3,465.00
10/23/12	BROOKS, MICHAEL	Review of whole loan APA and summaries/issues in preparation of auction for same (1.0); Meeting with S. Krouner re: same (0.5); Review of new draft of APA and sale order for Consortium whole loan bid package (0.8); draft list of talking points for auction of whole loans (0.3)	2.60	1,820.00
10/23/12	PETTIT, LAURENCE	Call with K. Kohler re: proposed servicing agreements (0.6); follow-up correspondence re: same w/ S. Krouner and K. Kohler (1.0); monitor first day of auction re: master servicing rights (.7).	2.30	1,932.00
10/23/12	ZIDE, STEPHEN	Attend first day of auction for sale of platform assets (12.0).	12.00	8,640.00
10/23/12	HILL, MICHAEL C	Attend platform APA auction (12.0); draft auction updates to be sent to committee (.5).	12.50	6,062.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/12	KROUNER, SHARI K.	Review board slides for auction (.4); correspond w/ J. Bessonette and J. Taylor re auction issues (.6); correspond w/ L. Pettit & K. Kohler re servicing issues (1.2); review consortium APA & sales order changes (1.3); correspond re consortium bid issues (.9); meet w/ M. Brooks re: whole loan APA (.5)	4.90	4,116.00
10/23/12	RINGER, RACHAEL L	Attend portion of first day of auction for sale of platform assets (.3), numerous e-mails to the Committee re: auction updates (.5), e-mails with D. Mannal, S. Zide, M. Hill, S. Krouner re: auction updates (.8)	1.60	872.00
10/23/12	BESSONETTE, JOHN	Attend first day of auction for platform sale (12.0)	12.00	9,480.00
10/23/12	MANNAL, DOUGLAS	Attend majority of first day of auction for sale of platform assets.	11.50	9,085.00
10/23/12	TAYLOR, JEFFREY	Prepare for (.6) and attend first day of auction for sale of platform assets (12.0)	12.60	9,387.00
10/23/12	ECKSTEIN, KENNETH H.	Attend full day auction of platform (12.0)	12.00	11,880.00
10/24/12	ZIDE, STEPHEN	Attend portion of second day of platform auction (1.7); emails with L. Pettit and D. Mannal re indemnity issues (.3).	2.00	1,440.00
10/24/12	BROOKS, MICHAEL	Review new draft of Consortium APA and Sale Order (0.8). Call with J. Taylor and Consortium attorney with respect to certain APA clarification points (0.7)	1.50	1,050.00
10/24/12	ALLARD, NATHANIEL	Correspond with J. Shifer re: research on sales (.2), conduct research re: same (1.5)	1.70	705.50
10/24/12	KROUNER, SHARI K.	Review consortium bid changes to APA & Sale Order (1.3); correspondence w/ MoFo and J. Taylor re: same (1.2); emails w/ S. Zide re: sale order (.3).	2.80	2,352.00
10/24/12	ZIDE, STEPHEN	Review sale order (.6); email with S. Krouner re same (.3).	0.90	648.00
10/24/12	BESSONETTE, JOHN	Attend Day 2 of platform auction (2.0); prepare for HFS auction (.6)	2.60	2,054.00
10/24/12	MANNAL, DOUGLAS	Prepare for (.7) and attend second day of auction for sale of platform assets (2.0); emails w/ S. Zide and L. Pettit re: indemnity issues (.3)	3.00	2,370.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/12	TAYLOR, JEFFREY	Attend second day of Platform auction (2.0); calls w/ Moelis regarding Whole Loans auction (.6); calls w/ Whole Loan auction bidders and M. Brooks regarding the same (.7); reviewed DLJ consortium's revised APA (2.3).	5.60	4,172.00
10/24/12	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend second day of platform auction (2.0).	2.50	2,475.00
10/25/12	BROOKS, MICHAEL	Review new draft of Platform APA (0.7).	0.70	490.00
10/25/12	ALLARD, NATHANIEL	Research re: cure costs (2.0), correspondence w/ J. Shifer and S. Zide re; same (.4).	2.40	996.00
10/25/12	PETTIT, LAURENCE	Emails with S. Krouner and R. Ringer re sale updates (0.2); review new documents including new servicing and subservicing agreements as revised in connection with Ocwen's winning bid (1.0) and draft comments on same (.4).	1.60	1,344.00
10/25/12	KROUNER, SHARI K.	Attend Legacy Portfolio auction (4.5); review Ocwen revised APA (.9); correspond w/ J. Bessonette and J. Taylor re comments to Ocwen APA (.7).	6.10	5,124.00
10/25/12	ZIDE, STEPHEN	Attend and participate at HFS auction (4.5).	4.50	3,240.00
10/25/12	HILL, MICHAEL C	Attend HFS loan auction and draft summaries re: same.	4.50	2,182.50
10/25/12	BESSONETTE, JOHN	Correspond w/ K. Chin, S. Krouner, D. Mannal, J. Taylor, S. Zide and M. Hill re: HFS auction (1.0), review draft of revised Ocwen APA (.7), correspond re: same w/ MoFo, S. Krouner and J. Taylor (1.6).	3.30	2,607.00
10/25/12	MANNAL, DOUGLAS	Attend majority of HFS Sale auction	4.10	3,239.00
10/25/12	TAYLOR, JEFFREY	Prepare for (.6) and attend auction of Whole Loan assets (4.5); call w/ Debtors' counsel regarding draft Platform APA (.5); review (2.0) and revise the same (1.7).	9.30	6,928.50
10/25/12	ECKSTEIN, KENNETH H.	Attend portion of auction re HFS sale (2.8)	2.80	2,772.00
10/25/12	ECKSTEIN, KENNETH H.	Draft memo to Committee re update on sale and discussion (.5)	0.50	495.00
10/26/12	BROOKS, MICHAEL	Review revised Section 6.16 of whole loans APA (0.5).	0.50	350.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	KROUNER, SHARI K.	Review revisions to Ocwen APA (1.2); review section 6.16 to Ocwen APA (.5); correspond w/ E. Daniels & S. Zide re same (.8); call w/ Moelis re asset allocation (.2); call w/ A. Barrage and S. Zide re: same (.1); review Ocwen markup (1.2) & call w/ N. Evans re APA issues & comments (.5); review schedule 3.1 (.3).	4.80	4,032.00
10/26/12	ALLARD, NATHANIEL	Research re: cure claims and sales of executory contracts	3.00	1,245.00
10/26/12	ZIDE, STEPHEN	Emails with S. Krouner and A. Barrage re sale process and open issues (.4). Emails with T. Goren re sale response time (.1). Review sale proceeds work sheet (.2).	0.70	504.00
10/26/12	DANIELS, ELAN	Review DOJ/AG Settlement and Consent Order provisions of APA (1.3), and correspondence with S. Krouner, R. Ringer, D. Mannal regarding same (.8); T/C with A. Barrage regarding same (.2)	2.30	1,610.00
10/26/12	RINGER, RACHAEL L	Correspond w/ S. Krouner and E. Daniels re: APAs (.3), review same (.1), correspond w/ D. Mannal re: same (.3).	0.70	381.50
10/28/12	ALLARD, NATHANIEL	Research (1.0) and draft (.7) email memo to S. Zide, J. Shifer re: sales of executory contracts	1.70	705.50
10/29/12	ALLARD, NATHANIEL	Review recently filed objections to sale (.7)	0.70	290.50
10/29/12	DANIELS, ELAN	Email correspondence with A. Barrage regarding DOJ/AG Settlement and Consent Order provisions of APA (.3)	0.30	210.00
10/29/12	BRODY, DANIEL J	Review of objection to sale motion (1); correspondence w/ J. Bessonette re: same (.2)	1.20	654.00
10/29/12	BROOKS, MICHAEL	Review of objections to sale motion (0.8).	0.80	560.00
10/29/12	ZIDE, STEPHEN	Emails with Moelis re allocation schedule for sales (.3).	0.30	216.00
10/30/12	ALLARD, NATHANIEL	Review objections to sale.	0.50	207.50
10/30/12	BESSONETTE, JOHN	Review sale objections (1.0), correspond w/ M. Brooks re: same (.1).	1.10	869.00
10/30/12	BROOKS, MICHAEL	Review objections to sale motion (0.2), correspond re: same w/ J. Bessonette (.1).	0.30	210.00
10/31/12	BRODY, DANIEL J	Review of court filed objections to sale motion (4.0); draft summary memo for S. Krouner and J. Bessonette re: same (3.2)	7.20	3,924.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/12	BROOKS, MICHAEL	Compare changes from revised BH Whole Loan APA (1.3); draft summary of potential issues (0.5).	1.80	1,260.00
10/31/12	MANNAL, DOUGLAS	Emails with J. Bessonette, S. Krouner, J. Taylor, M. Brooks, D. Brody and R. Ringer re comments to APAs.	0.50	395.00
10/31/12	KROUNER, SHARI K.	Review revised APAs (1.0); emails re same w/ D. Mannal, J. Bessonette, J. Taylor, M. Brooks, D. Brody and R. Ringer (.5).	1.50	1,260.00
10/31/12	BESSONETTE, JOHN	Correspond w/ MoFo, CVP, S. Krouner, J. Taylor, and D. Brody re: sale issues and Ocwen APA (1.1).	1.10	869.00
10/31/12	RINGER, RACHAEL L	Draft reservation of rights re: sale motion (.4), revise same (.2), and e-mails with S. Zide re: same (.3), e-mails with J. Bessonette, J. Taylor and S. Krouner re: sale updates (.2).	<u>1.10</u>	<u>599.50</u>
TOTAL			<u>599.80</u>	<u>\$430,869.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00004 (PLAN OF REORGANIZATION/DISCLOSURE STATEMENT)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	29.30	29,007.00
MANNAL, DOUGLAS	PARTNER	30.60	24,174.00
FREJKA, ELISE S	SPEC COUNSEL	4.80	3,624.00
ZIDE, STEPHEN	ASSOCIATE	11.60	8,352.00
RINGER, RACHAEL L	ASSOCIATE	7.00	3,815.00
MIRVIS, DORI Y	ASSOCIATE	1.00	485.00
ALLARD, NATHANIEL	ASSOCIATE	<u>8.20</u>	<u>3,403.00</u>
TOTAL		<u>92.50</u>	<u>\$72,860.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	ECKSTEIN, KENNETH H.	Meet with R. Schrock and R. Cieri re plan issues (1.0).	1.00	990.00
10/04/12	MIRVIS, DORI Y	Research re: Chapter 11 plan issues (.6); draft summary of same (.4).	1.00	485.00
10/05/12	MANNAL, DOUGLAS	Conference call with MBIA re claims and plan issues.	1.20	948.00
10/05/12	MANNAL, DOUGLAS	TCF with Bondholder representative re plan issue	0.50	395.00
10/05/12	FREJKA, ELISE S	Research and analysis of assets and liabilities of SPE debtor entities.	4.80	3,624.00
10/05/12	ECKSTEIN, KENNETH H.	Meet with MBIA, Moelis re plan, claims, and settlement issues.	2.70	2,673.00
10/09/12	MANNAL, DOUGLAS	TCF with bondholder re plan strategy (.8); email with K. Eckstein re same (.3); email with bondholder's counsel (.2); review letter re potential conflict among Debtor entities (.2)	1.50	1,185.00
10/10/12	MANNAL, DOUGLAS	Prep for Ally meeting re Ally plan issues (.7); TCF with J. Dermont re same (.3); draft outline of Ally Plan issues (.7).	1.70	1,343.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/12	MANNAL, DOUGLAS	Meet with Alix and Moelis professionals re discussion of AFI plan issues in prep for meeting with AFI's and Debtors' profs (1.2); attend meeting at MoFo with AFI's and Debtors' profs (2.8); outline letter to Board re: plan issues (1.3)	5.30	4,187.00
10/11/12	ECKSTEIN, KENNETH H.	Pre meeting with Moelis and Alix to prep for Ally/Debtor plan meeting (1.2); attend meeting at MoFo with Debtor, AFI, Committee professionals re plan issues (2.8).	4.00	3,960.00
10/12/12	MANNAL, DOUGLAS	Analyze Plan issues (1.6); emails with K. Eckstein and J. Dermont re same (.2)	1.80	1,422.00
10/14/12	ALLARD, NATHANIEL	Research re: intercompany claims.	2.80	1,162.00
10/14/12	MANNAL, DOUGLAS	Prep for intercompany claim meeting with MoFo (.4); revise plan issues list (.9)	1.30	1,027.00
10/14/12	RINGER, RACHAEL L	Assist with research re: intercompany claim issues.	0.50	272.50
10/15/12	ALLARD, NATHANIEL	Research re: intercompany claims (1.0), draft memo to D. Mannal and R. Ringer re: same (1.4); prepare for (.4) and attend meeting with D. Mannal, S. Zide, Alix re: intercompany claims (1.0); attend conference call with MoFo, Alix, D. Mannal, K. Eckstein, S. Zide re: intercompany claims (1.0); review contracts (.6)	5.40	2,241.00
10/15/12	MANNAL, DOUGLAS	Prep for (.4) and attend meeting with Alix re intercompany claims (1); meet with MoFo and FTI re intercompany claims (1.2)	2.60	2,054.00
10/15/12	RINGER, RACHAEL L	Discussions with N. Allard re: intercompany claims.	0.40	218.00
10/15/12	ZIDE, STEPHEN	Call with Alix and Moelis re intercompany claims (1.0); attend portion of call with FTI, Moelis, Alix and MoFo re intercompany claims (1.0).	2.00	1,440.00
10/15/12	ECKSTEIN, KENNETH H.	Meet with J. Garrity, J. Rosenthal re plan issues (1.6); t/c K. Handley (2x) re plan and case issues (.8).	2.40	2,376.00
10/15/12	ECKSTEIN, KENNETH H.	Review Moelis plan issue list (.4); attend portions of conference calls w/MoFo, FTI re intercompany claims and related analysis (1.7); t/c with MoFo to prep for meeting with JSBs (.5), review materials re same (.3).	2.90	2,871.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/12	MANNAL, DOUGLAS	Meet with K. Eckstein and S. Zide re: JSB Plan Meeting (.4); attend meeting at MoFo with JSNS and Debtors re plan issues (1.4)	1.80	1,422.00
10/16/12	ZIDE, STEPHEN	Meeting with Company and JSNs re plan discussions (1.4); follow up with discussions K. Eckstein and D. Mannal re same (.4).	1.80	1,296.00
10/16/12	ECKSTEIN, KENNETH H.	Review materials and prep for JSB meeting (.4); c/w S. Zide, D. Mannal re same (.4); meet at MoFo w/JSB, Debtor professionals re plan issues (2.0).	2.80	2,772.00
10/17/12	ZIDE, STEPHEN	Review and analyze Alix waterfall and sale proceed analysis (1.6); call with S. Tandberg re same (.5). Draft settlement waterfall chart (1.5); correspond with A. Shain re: same (.4); email K Eckstein and D Mannal re same (.5).	4.50	3,240.00
10/18/12	ECKSTEIN, KENNETH H.	Emails with D. Mannal and R. Ringer re plan model and follow-up (.7)	0.70	693.00
10/22/12	ECKSTEIN, KENNETH H.	Conf call with Committee member re: plan issues	3.00	2,970.00
10/23/12	ECKSTEIN, KENNETH H.	Review plan principles, revise (.6); c/w J. Dermont re same (.4)	1.00	990.00
10/23/12	MANNAL, DOUGLAS	Draft points of light memo to UCC re POR	2.10	1,659.00
10/24/12	ZIDE, STEPHEN	Call with D Mannal, K Eckstein re counsel to HoldCo noteholders Plan issues (1.3).	1.30	936.00
10/24/12	ECKSTEIN, KENNETH H.	T/c with M. Eisenberg (.3), t/c with G. Lee re same (.5); o/c with D. Mannal re plan process, meetings (.4); c/w J. Dermont re same (.4) re: plan issues.	1.60	1,584.00
10/24/12	MANNAL, DOUGLAS	Prep for (.4); attend conference call with S. Zide, D. Mannal and Brown Rudnick re: HoldCo noteholders (1.3); meet with K. Eckstein re: same (.4)	2.10	1,659.00
10/24/12	RINGER, RACHAEL L	Research re: trustee claim issues (1.9), email to K. Eckstein re: same (.6), call with bondholder re: same (1.8), correspond with B. O'Neill and A. Levine re: potential plan issues (.8) emails with D. Mannal re: same (.3), research re: same (.3).	5.70	3,106.50
10/24/12	ECKSTEIN, KENNETH H.	Call with Brown Rudnick, Cleary Paulson, S. Zide and D. Mannal re Holdco bond Plan issues (1.3); follow- up discussions with Brown Rudnick re: same (.7)	2.00	1,980.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/12	MANNAL, DOUGLAS	Prep for (.3) and attend conference call with Jones Day re plan issues (1.1)	1.40	1,106.00
10/26/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re possible mediator of certain claims (.6); conference call with HoldCo Bondholders (.7)	1.30	1,027.00
10/26/12	MANNAL, DOUGLAS	Pre-meeting with Moelis re monoline claims and plan issues (1.5); attend meeting w/ MBIA re plan issues (2.1)	3.60	2,844.00
10/26/12	ZIDE, STEPHEN	Attend portion of meeting w/ MBIA re plan discussions.	2.00	1,440.00
10/26/12	ECKSTEIN, KENNETH H.	Meet with MBIA counsel and FA, Moelis re plan and settlement issues (2.1); pre meeting with Moelis and review MBIA issues (.9)	3.00	2,970.00
10/26/12	ECKSTEIN, KENNETH H.	Correspondence with Brown Rudnick re: plan issues (.8); o/c with D. Mannal re: same (.6).	1.40	1,386.00
10/28/12	ECKSTEIN, KENNETH H.	Correspondence with Holdco Bondholders re: motion and plan/mediation issues.	0.80	792.00
10/31/12	MANNAL, DOUGLAS	Correspondence with K. Eckstein and R. Ringer re Plan negotiation meetings (1.1); TCF with Committee members re same (1.3)	2.40	1,896.00
10/31/12	RINGER, RACHAEL L	Correspondence with D. Mannal re: plan meetings (.4)	<u>0.40</u>	<u>218.00</u>
TOTAL			<u>92.50</u>	<u>\$72,860.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00006 (AFI INVESTIGATION)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	6.80	6,732.00
TRACHTMAN, JEFFREY S.	PARTNER	8.80	7,832.00
BENTLEY, PHILIP	PARTNER	3.50	3,027.50
SIMON, NORMAN	PARTNER	143.90	113,681.00
O'NEILL, P. BRADLEY	PARTNER	19.60	15,484.00
ROCHON, JENNIFER	PARTNER	87.40	69,046.00
CHIN, KENNETH	PARTNER	1.60	1,344.00
SPARLING, STEVEN	PARTNER	128.70	101,673.00
MANNAL, DOUGLAS	PARTNER	20.70	16,353.00
HOROWITZ, GREGORY A.	PARTNER	0.80	692.00
HAMERMAN, NATAN	ASSOCIATE	113.20	84,334.00
SIEGEL, CRAIG L	ASSOCIATE	135.90	101,245.50
ZIDE, STEPHEN	ASSOCIATE	0.70	504.00
MOSES, MATTHEW B	ASSOCIATE	27.20	18,632.00
DANIELS, ELAN	ASSOCIATE	0.50	350.00
DUFFIELD, CARL D	ASSOCIATE	185.20	117,602.00
FORD, SAMANTHA	ASSOCIATE	191.40	121,539.00
ETTARI, SAMANTHA	ASSOCIATE	110.10	77,070.00
NEUNDER, LISA	ASSOCIATE	8.60	2,838.00
CAHN, JOSHUA B	ASSOCIATE	1.00	440.00
DANESHRAD, MEGAN H	ASSOCIATE	21.00	12,495.00
RINGER, RACHAEL L	ASSOCIATE	24.80	13,516.00
DIFRANCESCO, KRISTIN	ASSOCIATE	167.00	91,015.00
JARIWALA, AAKASH	ASSOCIATE	123.30	66,582.00
OLINZOCK, MATTHEW W	ASSOCIATE	104.60	56,484.00
ROSEN, SARAH N	ASSOCIATE	65.80	35,861.00
DUNLAP, JEFFREY	ASSOCIATE	6.70	3,651.50
BUTNICK, FRANCESCA C	ASSOCIATE	20.90	10,032.00
ESTES, ANDREW J	ASSOCIATE	22.80	13,566.00
DENK, KURT M	ASSOCIATE	208.80	101,268.00
ALLARD, NATHANIEL	ASSOCIATE	12.90	5,353.50
REID, DENISE L	PARALEGAL	70.10	20,679.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SCARBROUGH, KIMESHA	PARALEGAL	124.40	36,698.00
CIFONE, DAWN	PARALEGAL	<u>138.00</u>	<u>40,710.00</u>
TOTAL		<u>2,306.70</u>	<u>\$1,368,330.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	DENK, KURT M	T/c with A. Estes regarding results from custodian/key character-targeted document review (.4); review key documents from updated custodian searches (2.1). Update MSR/RMBS legal analysis memo: review docket entries and relevant pleadings from related litigation (2); Westlaw research for legal theories (2); analyze analogous cases for memo (2).	8.50	4,122.50
10/01/12	ALLARD, NATHANIEL	Analyze litigation against non-debtor affiliates.	2.80	1,162.00
10/01/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	9.00	4,905.00
10/01/12	ESTES, ANDREW J	Analyze documents re: MSR Swap (2.0); T/C with K. Denk re: search protocol for additional MSR Swap review of documents (0.4).	2.40	1,428.00
10/01/12	ETTARI, SAMANTHA	Confer with S. Ford re document review and hot documents in preparation for call with AlixPartners (.3); Telephone call with AlixPartners and S. Ford re: same (.3); Confer with J. Rochon re bank transfer review and document review (.7); review email search terms and other review-related emails (.6).	1.90	1,330.00
10/01/12	JARIWALA, AAKASH	Review documents related to MSR swap.	7.80	4,212.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	SIMON, NORMAN	Emails with C. Siegel re: Federal Reserve privilege (.3); emails with K. Denk re: MSR Swap (.3); review key documents re: same (.5); emails with J. Rochon re: Investigation (.3); emails with B. Schwinger, C. Siegel re: Federal Reserve submission (.5); t/c with S. Sparling, J. Rochon re: search terms for AFI (.1).	2.00	1,580.00
10/01/12	SPARLING, STEVEN	Emails re: search term issues w/A. Katz (.2); discuss same w/J. Rochon and N. Simon (.1); email w/N. Simon and J. Rochon re: legal research issues (.1); review documents located by K. Denk (.2); email K. Denk re: same (.1); review legal research memorandum re: causes of action re: transactions under investigation (1.2).	1.90	1,501.00
10/01/12	ROCHON, JENNIFER	Meeting w/S. Ettari regarding Ally Bank transfer and related issues (.7); t/c with N. Simon and S. Sparling regarding custodian list and search terms for AFI (.1).	0.80	632.00
10/01/12	FORD, SAMANTHA	Meeting with S. Ettari re: document review (.3); call with S. Ettari and AlixPartners re: same (.3); review discovery and document review issues (3.6); research re: pre-petition transactions (4.0).	8.20	5,207.00
10/01/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	2.10	1,008.00
10/01/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order re: prepetition transactions.	10.00	5,450.00
10/01/12	CIFONE, DAWN	Pull and organize documents cited in outline of investigation issues (2.0) and prepare corresponding index (2.7). Prepare custom tabs per attorney request (0.8).	5.50	1,622.50
10/01/12	MANNAL, DOUGLAS	TCF with C. Child of Chadbourne re discovery (.6); email to AFI and N. Simon and J. Rochon re same (.4).	1.00	790.00
10/01/12	DUFFIELD, CARL D	Analyze documents re: Ally Bank sale chronology.	7.60	4,826.00
10/01/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	4.60	2,484.00

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10/01/12	DUNLAP, JEFFREY	Update chronology of events re: prepetition transactions (.9); review PEO documents (1.2); email with S. Ford re: Ally production (.2); review documents re: same (4.4)	6.70	3,651.50
10/02/12	ALLARD, NATHANIEL	Analyze lawsuits against non-debtor affiliates.	3.60	1,494.00
10/02/12	DENK, KURT M	Review D. Cifone's work product re: revising key characters (1.1); update MSR/RMBS legal analysis memo (1.0); Westlaw research for legal theories re: MSR issues (2.0); analyze results from Westlaw searches (3.0); draft content for memo (2.0); t/c with N. Simon re MSR issues(.2).	9.30	4,510.50
10/02/12	ETTARI, SAMANTHA	Review documents related to bank transfer in preparation for 10/3 call with AlixPartners (1.7); Confer with J. Rochon re solvency issues (.4); Telephone call with M. Arango (AlixPartners) re solvency analysis (.1).	2.20	1,540.00
10/02/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	8.40	4,536.00
10/02/12	SPARLING, STEVEN	Emails w/N. Simon, S. Ettari, and N. Hamerman re: meeting w/Moelis (.2); review legal memoranda re: claims related to pre-petition transactions (.2); review legal research re: same (2.5).	2.90	2,291.00
10/02/12	SIMON, NORMAN	Meetings and calls with J. Rochon (.4); Calls with M. Towers (Examiner) and D. Mannal re: sub-servicing presentation (.2); t/c with C. Siegel re: FRB letter (.1); Calls with C. Siegel, C. Child re: FRB letter (.3); analyze issues re: same (.9); Calls with K. Denk re: MSR issues (.2); emails with J. Rochon, S. Ettari re: AlixPartners (.2); correspondence with S. Ford re: discovery issues (.1); emails with S. Ettari, N. Hamerman re: Moelis meeting (.1); review overlapping directors chart prepared by K. Denk, S. Ford (.2).	2.70	2,133.00
10/02/12	NEUNDER, LISA	Research concerning potential claims against AFI (7.5) and drafting summary thereof (1.1).	8.60	2,838.00
10/02/12	ROCHON, JENNIFER	Analysis of legal research re: potential claims against AFI (6.7); call with S. Ettari re: solvency (.4).	7.10	5,609.00

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10/02/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (8.6); analyze discovery issues and document review (2.7)	11.30	7,175.50
10/02/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	3.20	1,536.00
10/02/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	9.50	5,177.50
10/02/12	CIFONE, DAWN	Update Phase II binder and corresponding index (2.2); Prepare chart of key players (4.1); Perform targeted searches of board minutes in Relativity per attorney request (0.7).	7.00	2,065.00
10/02/12	REID, DENISE L	Email with A. Estes (.2); Pull cases requested (1.5); Create index for same (.5); Tab same and create binder (.5); Check binders for accuracy (.8).	3.50	1,032.50
10/02/12	ESTES, ANDREW J	Review and analyze case law re: potential claims against AFI (0.5); email D. Reid re: same (.2).	0.70	416.50
10/02/12	OLINZOCK, MATTHEW W	Reviewing documents related to MSR swap transactions.	4.20	2,268.00
10/02/12	DUFFIELD, CARL D	Document analysis for Ally Bank sale chronology.	3.70	2,349.50
10/02/12	HAMERMAN, NATAN	Emails re: MSR Swap (.2); emails re: expert conference (.3).	0.50	372.50
10/02/12	SIEGEL, CRAIG L	Emails with S. Ford and D. Mannal re discovery issues (.2); analyze debtor and AFI discovery responses and prepare UCC replies (1.7); T/C N. Simon re: FRB letter (.1); T/C N. Simon & C. Childs re: FRB letter (.3).	2.30	1,713.50
10/03/12	ETTARI, SAMANTHA	Telephone calls with M. Arango of AlixPartners to discuss bank transfer (.5); Review documents re bank transfer and compile key documents with D. Cifone for chronology and document set (4.7); Confer with S. Ford re productions (.6).	5.80	4,060.00
10/03/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	7.50	4,050.00

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10/03/12	JARIWALA, AAKASH	Prepare for (.1) and attend meeting with N. Hamerman and M. Olinzock re MSR swaps (.4).	0.50	270.00
10/03/12	SIMON, NORMAN	Emails with N. Hamerman, S. Sparling, S. Ettari re: Moelis, Alix Partners work plan (.2); meet with K. Denk re warranty issues (.8); t/c with K. Denk re same (.4); emails with S. Ettari, N. Hamerman re: same (.4); Meetings with K. Denk re: memo on constructive fraud research (.4); Meeting with J. Rochon re: MSR issues (1.0); emails with N. Hamerman re: MSR issues (.2); Analysis of securities laws issues (5.2); emails with S. Ford, J. Rochon re: clawback requests (.5).	9.10	7,189.00
10/03/12	SPARLING, STEVEN	Emails w/N. Simon re: Moelis meeting (.1); email w/M. Daneshrad re: legal research issues (.3); revise memorandum re: legal theories on potential claims related to pre-petition transactions (6.3).	6.70	5,293.00
10/03/12	DENK, KURT M	Meet with N. Simon re: warranty issues (.8); legal research re: same (1.6); draft memo on constructive fraud (6.5); t/c with N. Simon re: same (.4).	9.30	4,510.50
10/03/12	ROCHON, JENNIFER	Analysis of legal research re: potential claims against AFI (.9); update memo on same (.4); meeting with N. Simon regarding MSR issues (1.0), email to w/ S. Ettari regarding Ally bank issues (.3).	2.60	2,054.00
10/03/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	6.00	3,270.00
10/03/12	FORD, SAMANTHA	Review pre-petition transactions documents (4.8); discussion with S. Ettari re: productions (.6); analyze discovery issues and document review (1.5).	6.90	4,381.50
10/03/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	1.70	816.00
10/03/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	8.00	4,360.00

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10/03/12	CIFONE, DAWN	Revise CaseMap re: "key players" (5.2); update phase I binder and corresponding index (3.1).	8.30	2,448.50
10/03/12	HAMERMAN, NATAN	Prep for (.5) and attend meeting with A. Estes, M. Olinzock and A. Jariwala re: MSR swaps (.4); draft emails re expert meeting (1.5); emails re officer charts (0.5); review emails re new documents to review (0.6); review documents re: same (2.5).	6.00	4,470.00
10/03/12	OLINZOCK, MATTHEW W	Meeting with N. Hamerman and A. Jariwala re: MSR swap document review.	0.40	216.00
10/03/12	SCARBROUGH, KIMESHA	Review and add new board minutes and material onto the database (3.5) Additional review of board minutes and material added onto the database (3.6).	7.10	2,094.50
10/03/12	DUFFIELD, CARL D	Document analysis for Ally Bank sale chronology.	7.40	4,699.00
10/03/12	SIEGEL, CRAIG L	Read and analyze bank transfer documents (1.9)	1.90	1,415.50
10/04/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	5.60	3,052.00
10/04/12	FORD, SAMANTHA	Review documents re: discovery issues (6.1); meet with AlixPartners re: financial issues (.9); meet with S. Ettari, N. Hamerman, S. Sparling, J. Rochon, C. Siegel and N. Simon re: investigation (1.0); review pre-petition transactions (3.1).	11.10	7,048.50
10/04/12	ETTARI, SAMANTHA	Continue review of key documents relating to bank transfer (4.1); Meeting with Moelis and AlixPartners re MSR Swap and bank transfer (1.5); meet with S. Ford, N. Hamerman, S. Sparling, J. Rochon, C. Siegel and N. Simon re: status of all lines of investigation and legal research (1.0); email with S. Ford re document review progress and new documents produced (.2); email with C. Duffield re Phase II Bank Transfer review (.2).	7.00	4,900.00

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10/04/12	DENK, KURT M	T/c with D. DiFrancesco re document review status (.7); review of MSR-relevant materials and emails in preparation for meeting with financial advisors (1.3); attend meeting with financial advisors, N. Simon, others (1.3); email communications with N. Hamerman re: financial advisors meeting (.3) and development of deposition outlines for Marano, Whitlinger, & Hamzehpour re: MSR issues (.4); draft deposition outlines for same re MSR issues (6.5).	10.50	5,092.50
10/04/12	SIMON, NORMAN	Prepare for Moelis meeting on Mortgage related exposure (.6); Meeting with Moelis re: same (1.3); emails with J. Rochon, S. Ford re: clawback issues (.3); Analysis of mortgage related liability issues (1.5); Investigation team meeting with C. Siegel, S. Ettari, N. Hamerman, J. Rochon, S. Sparling re: investigation (1); t/c with J. Rochon re: clawback issues (.1); Review draft e-mail to Moelis re: same (.3); email with B. Schulman re: e-discovery issues (.3); emails with J. Rochon, C. Siegel, S. Sparling re: control/domination analysis (.1); Review debtor RMBS expert reports (.8); review/analysis of documents re: mortgage operations (.5).	6.80	5,372.00
10/04/12	JARIWALA, AAKASH	Review documents related to the MSR swap transactions.	5.60	3,024.00
10/04/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	3.10	1,488.00
10/04/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (7.8); T/C with K. Denk re: doc review (.7).	8.50	4,632.50
10/04/12	SPARLING, STEVEN	Meet w/N. Simon, J. Rochon, S. Ettari, C. Siegel, S. Ford, and N. Hamerman re: status of investigation projects (1.0); emails w/J. Rochon and N. Simon re: legal claim issues (.2); edit legal memorandum on legal claims (4.1); review cases re: same (.8).	6.10	4,819.00

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10/04/12	ROCHON, JENNIFER	Emails with S. Ford regarding claw-back issues (.1); t/c with N. Simon re: claw-back issues (.1); emails with N. Simon and S. Ford re: claw-back issues (.2); attend team meeting with N. Hamerman, S. Ettari, S. Ford, S. Sparling, C. Siegel and N. Simon re: investigation (1.0); analyze legal research re: potential claims against AFI (4.7).	6.10	4,819.00
10/04/12	CIFONE, DAWN	Prepare bound documents re: Ally Bank Transfer (.4); Review same (0.4); Edit Ally Bank Transfer documents for Phase I binder and update corresponding index (2.3); Perform searches in Relativity Database for GMACM board minutes (1.9); organize documents board minutes in electronic files (2.0)	7.00	2,065.00
10/04/12	HAMERMAN, NATAN	Fact-related research re MSR Swap project (2.4); emails to K. Denk re fraud conveyance analysis (0.5); review GMACM materials (0.4); team meeting with S. Ettari, S. Ford, S. Sparling, J. Rochon, C. Siegel and N. Simon re: investigation (1.0).	4.30	3,203.50
10/04/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	7.80	4,212.00
10/04/12	SCARBROUGH, KIMESHA	Review and add new board minutes and material onto the database (3.4); Additional review of board minutes and material added onto the database (3.7).	7.10	2,094.50
10/04/12	DUFFIELD, CARL D	Document analysis for Ally Bank sale chronology.	4.10	2,603.50
10/04/12	SIEGEL, CRAIG L	Research and draft communication to Examiner on purported FRB privilege issues (2.7); research FRB privilege issues (4.8); prepare for (.2) and meet with S. Ettari, S. Ford, S. Sparling, N. Simon and N. Hamerman re: investigation (1.0).	8.70	6,481.50
10/04/12	RINGER, RACHAEL L	E-mails with C. Siegel re: investigation issues.	0.50	272.50
10/05/12	DENK, KURT M	Telephone communication with N. Hamerman re: financial advisors meeting (.3) and development of deposition outlines for Marano, Whitlinger, & Hamzehpour re: MSR issues (.4); draft deposition outlines for Marano, Whitlinger, & Hamzehpour re: MSR issues (5.5); call with N. Simon re legal research (.5).	6.70	3,249.50

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10/05/12	BUTNICK, FRANCESCA C	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	1.70	816.00
10/05/12	CIFONE, DAWN	Prepare exhibits to be used in upcoming deposition (1.8); Run searches in Relativity Database for board minutes re key terms (1.0); Perform searches of ResCap public filings of key terms (2.6); Edit documents for Phase I binder and update corresponding index (2.4)	7.80	2,301.00
10/05/12	ETTARI, SAMANTHA	Continue review of key documents related to the bank deconsolidation and transfer.	4.50	3,150.00
10/05/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (5.6); engage in document review (3.3); t/c with C. Siegel re: control facts (.2)	9.10	5,778.50
10/05/12	SPARLING, STEVEN	Email w/A. Estes re: legal research (.2); edit legal research memoranda (3.0).	3.20	2,528.00
10/05/12	JARIWALA, AAKASH	Review documents related to the MSR Swap transaction.	6.80	3,672.00
10/05/12	ROSEN, SARAH N	Review documents for pre-petition transactions.	4.30	2,343.50
10/05/12	SIMON, NORMAN	Legal analysis of control issues (1); Review RMBS/hearing transcript (.5); emails with A. Katz re: RMBS/Investigation issues (.2); E-mail/correspondence with C. Siegel; G. Horowitz re: bank regulatory privilege (.2); analyze legal issues re: MSR swap and MPLSA (2.4); analyze issues re: same (.5); call with K. Denk re: legal research issues (.5); emails with S. Ettari re: Ally Bank (.2).	5.50	4,345.00
10/05/12	ROCHON, JENNIFER	Analyze documents produced to Examiner (1.6); analyze DYNERGY examiner report (1.5).	3.10	2,449.00
10/05/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to pre-petition transactions.	9.00	4,905.00
10/05/12	MANNAL, DOUGLAS	Office conference with R. Ringer, B. O'Neill and C. Siegel re meeting with Examiner (.6); review subservicing objection (.3).	0.90	711.00

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10/05/12	REID, DENISE L	Emails with C. Siegel re: control facts (.1); pull cases requested (.9).	1.00	295.00
10/05/12	ESTES, ANDREW J	Review (.7) and analyze (.6) case law re: alter ego and veil piercing theories.	1.30	773.50
10/05/12	O'NEILL, P. BRADLEY	O/c with D. Mannal, R. Ringer, C. Siegel re examiner meeting.	0.60	474.00
10/05/12	HAMERMAN, NATAN	Emails re fact review (2.1); review narratives (2.3); emails re expert projects (0.2); t/c with K. Denk re: Financial Advisor meeting (.3).	4.90	3,650.50
10/05/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	5.10	2,754.00
10/05/12	SCARBROUGH, KIMESHA	Review and gather material cited in MSR Swap deposition outline (3.7); Review and add new board minutes and material onto the database (3.4).	7.10	2,094.50
10/05/12	DUFFIELD, CARL D	Document analysis for Ally Bank sale chronology.	6.30	4,000.50
10/05/12	DANESHRAD, MEGAN H	Legal research concerning potential claims against debtor and non-debtor entities	1.70	1,011.50
10/05/12	DANESHRAD, MEGAN H	Review decisions prohibiting substantive consolidation of debtor and non-debtor assets.	2.00	1,190.00
10/05/12	SIEGEL, CRAIG L	Research issues re: purported FRB privilege and discovery (2.8); TC S. Ford re control facts (.2); o/c with D. Mannal, R. Ringer, and B. O'Neill re: subservicing presentation to Examiner (.6).	3.60	2,682.00
10/05/12	RINGER, RACHAEL L	Attend portion of o/c with D. Mannal, C. Siegel and B. O'Neill re: examiner presentation.	0.50	272.50
10/06/12	DENK, KURT M	Communications about (.2) and review of (1.0) comparative document analysis of 2008 MMLPSA; review ResCap team communications concerning relevant document analysis (.3).	1.50	727.50
10/06/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to pre-petition transactions.	8.00	4,360.00
10/06/12	DANESHRAD, MEGAN H	Summarize research findings on substantive consolidation of non-debtor entities in memo for S. Sparling.	5.10	3,034.50

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10/07/12	DENK, KURT M	Review internal communications (.6) and document attachments (2) from S. Ettari, S. Rosen and N. Simon re: RMBS settlement and impact on MSR issues/research; conducted MSR legal theories research (2).	4.60	2,231.00
10/07/12	ETTARI, SAMANTHA	Review bank transfer chronology prepared by AlixPartners.	2.10	1,470.00
10/07/12	ROSEN, SARAH N	Review documents for pre-petition transactions.	5.00	2,725.00
10/07/12	SIMON, NORMAN	Emails with K. Eckstein, P. Bentley, and P. Kaufman re: RMBS/investigation issues (.3); analyze BOA Settlement/AFI exposure for mortgage liability (5.0); Review Alix Partners chronology on Ally Bank transfer (1.0).	6.30	4,977.00
10/07/12	ROCHON, JENNIFER	Analyze Rescap DYNERGY Report.	0.90	711.00
10/07/12	BUTNICK, FRANCESCA C	Document review of pre-petition transactions.	3.10	1,488.00
10/07/12	CHIN, KENNETH	Finalize memorandum regarding collateral releases	1.60	1,344.00
10/07/12	DUFFIELD, CARL D	Review Ally Bank transaction materials from Alix Partners (6.0); prepare for meeting with N. Simon and J. Rochon (1.3).	7.30	4,635.50
10/08/12	FORD, SAMANTHA	Meet with S. Ettari, N. Simon and C. Duffield re: bank transfer (1.3); review prepetition related party transactions documents (7.0).	8.30	5,270.50
10/08/12	ROSEN, SARAH N	Review documents for pre-petition related-party transactions.	6.20	3,379.00
10/08/12	ETTARI, SAMANTHA	Prepare for (.8) and attend (.8) pre-meeting with C. Duffield re: bank transfer; attend team meeting with C. Duffield, J. Rochon, N. Simon and S. Ford re: bank transfer (1.3); call with AlixPartners, N. Simon, J. Rochon re: same (1.1); review hot documents re: bank transfer (1.1).	5.10	3,570.00
10/08/12	SPARLING, STEVEN	Email w/A. Estes re: legal research issues (.6); email w/M. Daneshrad re: legal research issues (.3); review legal research memo from M. Daneshrad (.7); email w/J. Rochon re: same (.2); review legal research memoranda and materials (2.8); revise memo on potential legal claims (5.4); email w/J. Trachtman re: legal research issue (.1).	10.10	7,979.00

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10/08/12	SIMON, NORMAN	Emails with S. Ettari re: Ally Bank analysis (.2); Meeting with S. Ettari, J. Rochon, S. Ford, C. Duffield re: Ally Bank transactions (1.3); Call with Alix Partners, J. Rochon re: Ally Bank analysis (1.1); Meeting with J. Rochon re: legal analysis on investigation issues (.4); emails with P. Bentley re: RMBS/Investigation issues (.4); Legal/Factual analysis of AFI control person/contribution liabilities (4.4); Calls/correspondence with K. Denk re: MSR research (.8).	8.60	6,794.00
10/08/12	ROCHON, JENNIFER	Meeting w/S.Ettari, N. Simon, C. Duffield and S. Ford regarding Ally Bank transactions (1.3); conference with Alix Partners and N. Simon regarding Ally Bank transactions (1.1); meeting with N. Simon regarding potential investigation (.4); emails to N. Simon and S. Sparling regarding Examiners report (.1); analysis of legal research regarding potential claims against AFI (3.0).	5.90	4,661.00
10/08/12	DENK, KURT M	Review docket updates in litigation involving or analogous to AFI/ResCap (.3); conference calls and emails concerning research status with N. Simon (.8); conduct MSR legal theories research (6.5) and continue drafting memo re: same (3.3).	10.90	5,286.50
10/08/12	ESTES, ANDREW J	Meet with S. Sparling to discuss legal research re: alter ego/veil piercing case law.	0.60	357.00
10/08/12	CIFONE, DAWN	Pull files tagged in relativity custom search in electronic files (.5); organize all documents re: same (1.0); assign appropriate tags in Relativity database to production documents (4.7).	6.20	1,829.00
10/08/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 order.	8.50	4,632.50
10/08/12	BUTNICK, FRANCESCA C	Review documents re: prepetition transactions	4.50	2,160.00
10/08/12	REID, DENISE L	Emails with A. Estes re: research (.1); Pull cases re alter Ego/Veil Piercing (2); Create index for same (.6); create binders with tabs for same (1.3); review investigation issues (1); Pull Cases re Mega Claims (2)	7.00	2,065.00

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10/08/12	SCARBROUGH, KIMESHA	Organize produced board minutes and material on electronic database (6.0); create a statutory comparison chart re: fraudulent transfers and obligations (3.5).	9.50	2,802.50
10/08/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	5.50	2,970.00
10/08/12	OLINZOCK, MATTHEW W	Further review documents related to MSR swap transactions.	2.50	1,350.00
10/08/12	DUFFIELD, CARL D	Prep for meeting with S. Ettari and S. Ford re Ally Bank chronology (0.8); meeting w/N. Simon, J. Rochon, S. Ettari and S. Ford re same (1.3); document analysis for Ally Bank sale chronology (4.7).	6.80	4,318.00
10/08/12	SIEGEL, CRAIG L	Analyze Ally Bank board materials (2.2); draft facts memo (1.1).	3.30	2,458.50
10/09/12	ESTES, ANDREW J	Conduct legal research re: standing and fraudulent conveyance (2.4); discussion with S. Sparling re: claims (.5).	2.90	1,725.50
10/09/12	DENK, KURT M	Review pleadings in litigation involving or analogous to AFI/ResCap (1.6); email with Alix Partners concerning document review status (.9); review documents responsive to MSR search protocol (1.3); conference calls concerning research status with N. Simon (.6); conduct MSR legal theories research (2.2) and continue drafting memo re: same (1.5).	8.10	3,928.50
10/09/12	ETTARI, SAMANTHA	Telephone call with M. Arango and D. O'Connor at AlixPartners re bank transfer (.5); Review hot documents (.8).	1.30	910.00
10/09/12	ROCHON, JENNIFER	Analyze cases regarding re-characterization of potential claims against AFI (1.3); correspondence with N. Simon re legal research (.2); correspondence with N. Simon re discovery issues (.2); t/c w/ S. Sparling regarding potential claims against AFI (.2); emails w/ S. Ford regarding document production issues (.1); t/c with C. Siegel re legal analysis (.4); further analysis re potential claims against AFI (1.4).	3.80	3,002.00
10/09/12	JARIWALA, AAKASH	Review documents related to MSR swap.	0.20	108.00

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10/09/12	SIMON, NORMAN	Analysis of mortgage/liability issues and review and revise outline of same (5.1); Calls with K. Denk re: MSR legal research status (.6); Correspondence with J. Rochon, A. Katz re: same (.2); Calls/correspondence with J. Rochon re: discovery issues (.2); email with A. Katz re: FGIC litigation (.3).	6.40	5,056.00
10/09/12	SPARLING, STEVEN	Discussions w/A. Estes re: legal research of potential claims (.5); t/c w/J. Rochon re: legal theories of potential claims (.2); revise memorandum re: same (6.5); review legal research re: same (2.3).	9.50	7,505.00
10/09/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions	6.80	4,318.00
10/09/12	CIFONE, DAWN	Prepare presentations for given confi designations (4.8); perform searches for documents with specific confidentiality designation (.7) and update corresponding TOC (1.5).	7.00	2,065.00
10/09/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to pre-petition transactions.	8.00	4,360.00
10/09/12	BUTNICK, FRANCESCA C	Review documents re: pre-petition related-party transactions.	1.50	720.00
10/09/12	SCARBROUGH, KIMESHA	Revise the statutory comparison chart re fraudulent transfers and obligations (3.0); add board minutes and material onto the database (4.0).	7.00	2,065.00
10/09/12	HAMERMAN, NATAN	Emails re officer positions with A. Jariwala (0.2); review documents re: mortgage related liability (2.8).	3.00	2,235.00
10/09/12	OLINZOCK, MATTHEW W	Review documents related to pre-petition transactions.	3.00	1,620.00
10/09/12	DUFFIELD, CARL D	Analyze documents re MSR Swap document production.	3.90	2,476.50
10/09/12	SIEGEL, CRAIG L	Review and analyze control cases and produced documents re: investigation issues (2.0); t/c with J. Rochon re legal analyses (.4).	2.40	1,788.00

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10/10/12	DENK, KURT M	Meet with C. Duffield, N. Simon, J. Rochon, M. Olinzock, and A. Jariwala re: MSR swap (1.5); review documents responsive to MSR protocol (.8); meet with N. Simon re mortgage liability analysis (1.3); conduct MSR legal theories research (2.8); continue to draft memo re: same (4.0).	10.40	5,044.00
10/10/12	ROSEN, SARAH N	Review documents for pre-petition related-party transactions.	1.90	1,035.50
10/10/12	ESTES, ANDREW J	Summarize legal research re: fraudulent conveyance/transfer claims.	0.20	119.00
10/10/12	ETTARI, SAMANTHA	Telephone calls with AlixPartners re Revolver Facility (.7); Confer with S. Ford re same (.5).	1.20	840.00
10/10/12	JARIWALA, AAKASH	Review documents related to MSR swap.	4.60	2,484.00
10/10/12	JARIWALA, AAKASH	Attend portion of meeting with N. Simon, J. Rochon, K. Denk, C. Duffield, M. Olinzock to discuss MSR swap documents and document review.	1.40	756.00
10/10/12	SPARLING, STEVEN	Review legal research memoranda re: potential claims against AFI.	1.70	1,343.00
10/10/12	SIMON, NORMAN	Meet with K. Denk re: mortgage liability analysis (1.3); analyze documents re: same (2.8); meet with C. Duffield, K. Denk, J. Rochon, A. Jariwala, M. Olinzock re: MSR swaps (1.5); review motion to dismiss (.7).	6.30	4,977.00
10/10/12	ROCHON, JENNIFER	Emails with K. DiFrancesco regarding research on claims against AFI (.2); meeting with N. Simon, C. Duffield, K. Denk and A. Jariwala regarding MSR swaps and documents of interest (1.5).	1.70	1,343.00
10/10/12	RINGER, RACHAEL L	Draft presentation for examiner re: subservicing and PwC issues (4.1); t/c with C. Siegel re examiner presentation (.3).	4.40	2,398.00
10/10/12	FORD, SAMANTHA	T/C with AlixPartners re: revolver facility (.7); t/c with S. Ettari re: same (.5); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (4.5).	5.70	3,619.50
10/10/12	CIFONE, DAWN	Prepare spreadsheet of confidentiality designations of 2004-2012 board minutes and materials for attorney review.	3.80	1,121.00
10/10/12	DIFRANCESCO, KRISTIN	Research elements of two potential claims against AFI.	8.00	4,360.00

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10/10/12	REID, DENISE L	Pull cases re potential claims against AFI (1.3); Create index for same (1); organize same in chronological order (1.4); Create binders re same (1); Check binders for accuracy (2);	6.70	1,976.50
10/10/12	SCARBROUGH, KIMESHA	Create a designation chart of PEO vs. non-PEO minutes and material.	7.10	2,094.50
10/10/12	HAMERMAN, NATAN	Analyze mortgage related liability issues.	3.00	2,235.00
10/10/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	5.20	2,808.00
10/10/12	OLINZOCK, MATTHEW W	Attend portion of meeting with N. Simon, J. Rochon, C. Duffield and A. Jariwala re: presentation on MSR swap transaction overview.	1.40	756.00
10/10/12	DUFFIELD, CARL D	MSR swap meeting with N. Simon, J. Rochon, A. Jariwala, M. Olinzock and K. Denk (1.5); draft talking points for Ally Bank presentation (5.6)	7.10	4,508.50
10/10/12	DANESHRAD, MEGAN H	Review of memo re: potential claims against AFI.	0.80	476.00
10/10/12	DANESHRAD, MEGAN H	Review of cases cited in memo re: potential claims against AFI.	0.60	357.00
10/10/12	SIEGEL, CRAIG L	TC with R. Ringer re Examiner presentation	0.30	223.50
10/11/12	FORD, SAMANTHA	Meet with N. Simon, C. Siegel, S. Ettari and J. Rochon re: pre-petition transactions (1.5); review documents produced by Debtors/AFI/affiliates in connection with Committee's investigation to analyze pre-petition related-party transactions (11.2).	12.70	8,064.50
10/11/12	ETTARI, SAMANTHA	Review documents and memoranda related to collateral review and loan facilities in preparation for meeting with S. Ford and E. Daniels (.8); attend pre-petition transactions investigation team meeting with N. Simon, S. Ford, J. Rochon and C. Siegel (1.5); email AlixPartners re: deliverables (.2); review pre-petition transaction documents (.5).	3.00	2,100.00
10/11/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	3.70	1,998.00

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10/11/12	DENK, KURT M	Analyze new relevant materials from document review (1.5) and summarize same for N. Simon (1); correspondence with S. Ford and D. Cifone re: identification and organization of relevant documents (.5); update to legal research memo for N. Simon (1.7); meeting with N. Simon re: key MSR docs (2.3), and email and phone communications with N. Hamerman regarding same (.5); review of materials sent by Moelis (.5).	8.00	3,880.00
10/11/12	DIFRANCESCO, KRISTIN	Research elements of two potential claims against AFI (7.8); emails with J. Rochon re: research (.2)	8.00	4,360.00
10/11/12	ROCHON, JENNIFER	Meeting with N. Simon regarding investigation (.2); meeting with N. Simon regarding investigation (.4); updating legal analysis regarding confidentiality claims by Committee (3.4); attend portion of meeting with N. Simon, S. Ford, C. Siegel and S. Ettari re: pre-petition transactions(1.1); emails with S. Ford and S. Ettari regarding potential estate claims (.1); email with N. Simon regarding investigation strategy (.1); emails with N. Simon and K. Denk regarding MSR issues (.3).	5.60	4,424.00
10/11/12	REID, DENISE L	Update binders re: potential estate claims (.2); Check Accuracy (.5); Pull cases re: same (1); Create index for same (.7); organize same (.5); Create binders re same (.7); Check same for accuracy (1).	4.60	1,357.00
10/11/12	SCARBROUGH, KIMESHA	Add non-PEO designations to the board minutes and materials database.	2.00	590.00
10/11/12	ESTES, ANDREW J	Conduct legal research re: veil piercing and alter ego liability.	0.40	238.00
10/11/12	SIMON, NORMAN	Prepare for meeting with Moelis/Alix (.4); Meeting with Moelis/Alix (1); Legal/factual analysis of mortgage liability issues (1.8); emails with N. Hamerman and K. Denk re: same (.3); Investigation weekly team meeting with S. Siegel, S. Ettari and S. Ford and J. Rochon re: investigation issues (1.5); Call with J. Rochon (.1); Meeting with K. Denk to review key documents on MSR (2.3).	7.40	5,846.00

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10/11/12	CIFONE, DAWN	Per K. Denk's request, prepare investigation presentations for given confi designations (5.5); perform searches for documents with specific confidentiality designation and update corresponding TOC (1.5)	7.00	2,065.00
10/11/12	RINGER, RACHAEL L	Review documents for presentation to Examiner (1.3), emails re: same with D. Mannal (.2)	1.50	817.50
10/11/12	HAMERMAN, NATAN	Review issues re: mortgage liability analysis (3.0); prep for expert meeting (1.5).	4.50	3,352.50
10/11/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	4.00	2,160.00
10/11/12	DUFFIELD, CARL D	Draft initial version of Talking Points for the Ally Bank presentation.	7.50	4,762.50
10/11/12	DANESHRAD, MEGAN H	Research standards re: potential claims against Ally.	3.10	1,844.50
10/11/12	SIEGEL, CRAIG L	Draft portions of subservicing presentation (.5); emails with D. Mannal re: same (.1); meet with N. Simon, J. Rochon, S. Ettari and S. Ford re: investigation research (1.5).	2.10	1,564.50
10/12/12	ESTES, ANDREW J	Review and analyze case law re: fiduciary duties. (0.3)	0.30	178.50
10/12/12	DIFRANCESCO, KRISTIN	Attend portion of meeting w/ S. Sparling, S. Ettari and C. Duffield to discuss upcoming research.	0.50	272.50
10/12/12	DIFRANCESCO, KRISTIN	Draft memo summarizing results of research on two potential claims against AFI (7.6); emails with J. Rochon re: research on same (.4)	8.00	4,360.00
10/12/12	ETTARI, SAMANTHA	Confer with S. Sparling, C. Duffield, K. Denk and K. DiFrancesco re updating legal research for causes of action (.9); Confer with J. Rochon re same (.5); Review documents and legal memoranda re: analysis of pre-petition transactions (.6).	2.00	1,400.00
10/12/12	FORD, SAMANTHA	Analyze pre-petition transactions (3.7); review discovery issues (2.0); review documents re: same (2.4).	8.10	5,143.50
10/12/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	8.40	4,536.00
10/12/12	JARIWALA, AAKASH	Draft email to N. Hamerman and K. Denk regarding MSR Swap document review.	0.10	54.00

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10/12/12	SPARLING, STEVEN	Meet with K. Denk, S. Ettari and C. Duffield re: research project (.9); review email and outline sent from K. Eckstein in connection with potential legal theories (.2); review emails from N. Hamerman re: same (.1); email w/N. Simon re: same (.2); review legal memorandum re: legal theories (5.5); T/C with C. Siegel re: control legal research (1.0).	7.90	6,241.00
10/12/12	ROCHON, JENNIFER	T/c w/S. Ettari regarding Ally Bank transactions (.2); meeting w/S. Ettari regarding Ally Bank transactions and legal claims (.5); meeting with N. Simon regarding investigation (.2); update memo on potential legal defenses (.4).	1.30	1,027.00
10/12/12	DENK, KURT M	Analyze tagged investigation documents in preparation for meeting with financial advisors (3.9); meet with N. Hamerman (.6) and N. Simon (1) regarding financial advisor meeting; communications S. Sparling, S. Ettari and C. Duffield regarding review status (.9); attend meetings with financial advisors re: same (1.5); compile notes from FA meeting (1.8), review documents (.2) and draft (.5) letter to financial advisors outlining next steps; consult with N. Simon re: same (.3).	10.70	5,189.50
10/12/12	REID, DENISE L	Pull cases re: investigation research (1.5); Create index for same (.7) organize same (.4); compile binders for same (1.2); Check same for accuracy (1.0).	4.80	1,416.00
10/12/12	SCARBROUGH, KIMESHA	Add non-PEO designations to the board minutes and materials database.	4.90	1,445.50
10/12/12	SIMON, NORMAN	Review Moelis draft work product on MSR (.3); meet with K. Denk re: financial advisors meeting (1.0); Review Aurelius outline and correspondence with J. Trachtman, P. Bentley, K. Eckstein, D. Mannal re: control person liability (1); Meeting with Moelis (1.5); emails with S. Ettari re: Ally Bank (.3); Meeting with J. Rochon re: investigation (.2); Correspondence with K. Denk re: Moelis follow-up (.3); Correspondence with H. Sidman and review FGIC correspondence (.3).	4.90	3,871.00

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10/12/12	CIFONE, DAWN	Perform searches in Relativity for specific confidentiality designations of documents cited in GMAC Factoring Facility Presentation (3.2); Update same for K. Denk (0.8); organize board minutes and materials in Relativity and upload to electronic files (2.4).	6.40	1,888.00
10/12/12	BENTLEY, PHILIP	Lengthy correspondence with N. Simon re AFI issues.	2.20	1,903.00
10/12/12	HAMERMAN, NATAN	Meet with K. Denk re: Financial Advisors investigation meeting (.6); Meet w/ Moelis team members re: same (2.0); analyze mortgage related liability research (1.4).	4.00	2,980.00
10/12/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	7.00	3,780.00
10/12/12	DUFFIELD, CARL D	Meeting w/S. Sparling, S. Ettari, C. Duffield, K. Denk and K. DiFrancesco re forthcoming legal research assignments (0.9); document analysis re Ally Bank presentation (5.4).	6.30	4,000.50
10/12/12	DANESHRAD, MEGAN H	Research re: potential claims against AFI.	2.60	1,547.00
10/12/12	SIEGEL, CRAIG L	TC S. Sparling re control legal research (1.0); legal research re control and veil piercing (3.9)	4.90	3,650.50
10/13/12	ROCHON, JENNIFER	Analyze legal research on potential claims by Committee (1.7); update memo on potential legal claims by Committee (1.2).	2.90	2,291.00
10/13/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.0)	8.00	4,360.00
10/13/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	0.60	324.00
10/14/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	2.80	1,512.00
10/14/12	ROCHON, JENNIFER	Analyze documents produced by AFI in connection with investigation.	0.30	237.00
10/14/12	MANNAL, DOUGLAS	Revise presentation to examiner re subservicing.	1.80	1,422.00
10/14/12	HAMERMAN, NATAN	Review tagged relevant documents re: relevance to claims against AFI (2.0); review research memos re: same (1.5); emails with K. Denk re: same (.5); review and respond to email from Moelis (.2).	4.20	3,129.00
10/14/12	DENK, KURT M	Review project status emails from N. Hamerman (.5).	0.50	242.50

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10/14/12	SIMON, NORMAN	Review Judge Glenn decision on FHFA motion to compel.	1.00	790.00
10/14/12	RINGER, RACHAEL L	Draft presentation for Examiner re: subservicing.	0.60	327.00
10/15/12	ROSEN, SARAH N	Review documents for pre-petition transactions.	0.30	163.50
10/15/12	ESTES, ANDREW J	Conduct legal research re: contribution (2.0); conduct legal research re: alter ego liability (0.6).	2.60	1,547.00
10/15/12	DENK, KURT M	Email communications re: project status with N. Simon and N. Hamerman (.6); meeting with N. Hamerman to review and plan next steps in document review and legal analysis (1.6); review of docket entries in related litigation (.4); perform second-level review of produced documents identified by review team (3.5); t/c with A. Jariwala, M. Olinzock, N. Hamerman re: board materials review re MSR swap (.1).	6.20	3,007.00
10/15/12	ETTARI, SAMANTHA	Review legal memoranda prepared by J. Rochon and K. DiFrancesco (.6) and confer with J. Rochon re same (.1); Telephone call with AlixPartners re prepetition transactions and prep for same (.6).	1.30	910.00
10/15/12	SPARLING, STEVEN	Review legal research memorandum on potential claims.	2.30	1,817.00
10/15/12	JARIWALA, AAKASH	Review documents for the MSR Swap transaction (3.4).	3.40	1,836.00
10/15/12	JARIWALA, AAKASH	Telephone call with N. Hamerman, K. Denk, and M. Olinzock about the MSR swap transaction document review status (.1).	0.10	54.00
10/15/12	JARIWALA, AAKASH	Review board minutes for discussion of MSR swap transactions (2.6).	2.60	1,404.00
10/15/12	SIMON, NORMAN	Calls with R. Schwinger and J. Rochon re: 2004 discovery (.8); Review FGIC Examiner submission (.6); Correspondence with L. Milano re: FHFA briefs on motion to dismiss and review same (.4).	1.80	1,422.00
10/15/12	O'NEILL, P. BRADLEY	CF D. Mannal, R. Ringer re examiner presentation (.3); review presentation (.7); prepare for Whitlinger deposition by reviewing relevant identified documents (3.3)	4.30	3,397.00

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10/15/12	ROCHON, JENNIFER	Analysis of legal research (1.0) and updating memo (1.5) on potential claims against AFI; t/c w/S. Ettari re legal memo draft (.10); t/c w/ R. Schwinger of Chadbourne regarding ResCap discovery (.1); call with R. Schwinger and N. Simon re Debtors' discovery (.8); review analysis of Examiner brief to be filed by FGIC (.6).	4.10	3,239.00
10/15/12	CIFONE, DAWN	Perform searches in Relativity for specific confidentiality designations of documents cited in GMAC OMRP Presentation (2.8)	2.80	826.00
10/15/12	MANNAL, DOUGLAS	Revise examiner presentation (.8); meet with R. Ringer re: same (.5); c/f R. Ringer and B. O'Neill re: same (.3).	1.60	1,264.00
10/15/12	SCARBROUGH, KIMESHA	Add non-PEO designations to the board minutes and materials database.	7.00	2,065.00
10/15/12	FORD, SAMANTHA	Review documents produced in connection with investigation of prepetition transactions with AFI (6.4); review discovery issues re: same (1.2).	7.60	4,826.00
10/15/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 order to determine relevance to prepetition transactions.	5.00	2,725.00
10/15/12	HAMERMAN, NATAN	Analyze mortgage related liability projects (2.9); meeting with K. Denk re: next steps re doc review (1.6); emails with K. Denk re same (.2); t/c with A. Jariwala, M. Olinzock, K. Denk re: MSR swap board materials review (.1).	4.80	3,576.00
10/15/12	REID, DENISE L	Pull cases re potential claims against AFI (2.0) create binder/index for same (1.5); Pull cases re additional claims (.8) and create binder/index for same (.7).	5.00	1,475.00
10/15/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions (4.1).	4.10	2,214.00
10/15/12	OLINZOCK, MATTHEW W	Review board minutes of Ally and related entities for information on MSR swap transactions (2.7). Compile summary of relevant board minutes in a chart (1.0).	3.70	1,998.00
10/15/12	OLINZOCK, MATTHEW W	Phone call with A. Jariwala, N. Hamerman and K. Denk re: reviewing board minutes for information related to MSR swap transactions (.1).	0.10	54.00

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10/15/12	DUFFIELD, CARL D	Draft second draft of Talking Points for the Ally Bank presentation.	9.00	5,715.00
10/15/12	RINGER, RACHAEL L	Draft presentation to examiner re: subservicing (2.7), meeting with D. Mannal re: same (.5), calls with C. Siegel re: same (.5), review Whitlinger deposition re: same (.5), revise presentation (.6), draft presentation to examiner re: investigation issues (.7), c/f with B. O'Neill and D. Mannal re: examiner presentation (.3).	5.80	3,161.00
10/15/12	SIEGEL, CRAIG L	TCs with R. Ringer re Examiner presentation (.5); review and analyze control case law (2.9); edit Examiner PowerPoint (.3)	3.70	2,756.50
10/16/12	ESTES, ANDREW J	Conduct legal research re: alter ego analysis.	0.70	416.50
10/16/12	DANESHRAD, MEGAN H	Legal research concerning statute of limitations for action to pierce corporate veil (2.8); meet with C. Siegel re same (.8).	3.60	2,142.00
10/16/12	ETTARI, SAMANTHA	Review documents re bank transfer and draft email re open legal issues related thereto to S. Sparling and discuss same with S. Ford via email (.8); Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon, N. Simon (.4); Confer with C. Duffield re bank transfer (.3); meet with J. Rochon re Ally bank transactions (.5).	3.00	2,100.00
10/16/12	DENK, KURT M	Meet with N. Simon re project status and doc review (.4); emails with N. Hamerman re same (.8); attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); review filings in and communications about related litigation (1.5); perform second-level review of relevant documents identified by review team (1.3); perform Westlaw research for (1.5) and draft of (1.5) legal theories memo for N. Simon; meet with N. Simon and N. Hamerman re: MSR issues (.5).	8.50	4,122.50

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10/16/12	SIMON, NORMAN	Meeting with J. Rochon and S. Sparling re potential legal defenses (.1); Review draft release to AFI (.3); Analysis of mortgage related issues (1.4); Meeting with J. Rochon re: FGIC submission (.9); Meeting with N. Hamerman, K. Denk re: MSR issues (.5); email with P. Bentley re: legal analysis on mortgage liability issues (.3); Attend litigation team meeting re: investigation including J. Rochon and S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon and S. Ettari (.4); Meeting with J. Rochon, S. Sparling re potential legal defenses (.1); Meeting with K. Denk re status project and status of doc review (.4); emails with D. Mannal, J. Rochon re same (.2); email correspondence with S. Ford, C. Siegel re: control analysis (.5); review RCW documents (.3); email correspondence with Moelis and N. Hamerman re: same (.1); email correspondence with H. Sidman, R. Wynne re: FGIC submission (.2).	6.70	5,293.00
10/16/12	ROCHON, JENNIFER	Meeting with S. Ettari regarding Ally Bank transactions (.5); meeting with N. Simon regarding FGIC briefs and RSU materials (.9); analysis of documents produced by AFI and t/c w/S. Ford (.1); meeting with N. Simon and S. Sparling regarding potential legal defenses (.1); Attend litigation team meeting re: investigation including N. Simon, S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including N. Simon and S. Ettari (.4); emails with N. Simon regarding potential legal defenses (.2); analysis of documents produced by AFI (.2).	3.40	2,686.00
10/16/12	O'NEILL, P. BRADLEY	Review Whitlinger deposition transcript (1.1); revise presentation to examiner (1.5); emails to D. Mannal, R. Ringer re same (.2)	2.80	2,212.00

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10/16/12	CIFONE, DAWN	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); Perform searches in Relativity for specific confidentiality designations of documents cited in Cerberus Model Home Presentation (3); Perform searches in Relativity for specific confidentiality designations of documents cited in Bank Chronology (2.2).	6.20	1,829.00
10/16/12	JARIWALA, AAKASH	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0).	1.00	540.00
10/16/12	JARIWALA, AAKASH	Email with N. Hamerman re MSR financials.	0.20	108.00
10/16/12	JARIWALA, AAKASH	Review board minutes for discussion of MSR swap transactions and update chart showing the same.	4.40	2,376.00
10/16/12	JARIWALA, AAKASH	Review and search for documents related to the MSR swap transaction and financials.	2.40	1,296.00
10/16/12	SPARLING, STEVEN	Attend litigation team meeting re: investigation including J. Rochon, N. Simon (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon, N. Simon (.4); t/c w/C. Siegel re: legal research issues for potential claims (.2); revise memorandum re: potential claims (5.2); meet with N. Simon and J. Rochon re potential legal defenses (.1).	6.90	5,451.00
10/16/12	CAHN, JOSHUA B	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, and S. Sparling.	1.00	440.00
10/16/12	MANNAL, DOUGLAS	Research re: subsidiary liability (.8); revise examiner presentation material (1.9)	2.70	2,133.00
10/16/12	SCARBROUGH, KIMESHA	Add non-PEO designations to the board minutes and materials database.	7.50	2,212.50

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10/16/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (3.1); coordinate document review management for same (1.6); Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon, N. Simon (.4); t/c with J. Rochon re AFI docs (.2); emails to S. Ettari re open legal issues (.3).	6.60	4,191.00
10/16/12	HAMERMAN, NATAN	Review documents re mortgage liability analysis (2.4); emails with K. Denk re MSR issues (.5); meet with N. Simon and K. Denk re MSR issues (.5); attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon, N. Simon (.4).	4.80	3,576.00
10/16/12	REID, DENISE L	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0). Continue organizing cases re: potential claims against AFI (3.5); update binders re: same (1.5).	6.00	1,770.00
10/16/12	OLINZOCK, MATTHEW W	Review board minutes of Ally and related entities for information on MSR swap transactions (3.7). Compile summary of relevant board minutes in a chart (1.0).	4.70	2,538.00
10/16/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions (.7).	0.70	378.00
10/16/12	OLINZOCK, MATTHEW W	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0).	1.00	540.00
10/16/12	DUFFIELD, CARL D	Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); draft second draft of Talking Points for the Ally Bank presentation (9.6); meeting w/C. Siegel re veil piercing research (0.8); confer with S. Ettari re bank transfer (.3).	11.70	7,429.50

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10/16/12	SIEGEL, CRAIG L	Review and analyze veil piercing case law (.29); TC S. Sparling re potential claims (.2); prepare for and meet with M. Daneshrad re veil piercing research (.8); Attend litigation team meeting re: investigation including J. Rochon, N. Simon, S. Sparling (1.0); attend senior litigation team meeting re investigation strategy including J. Rochon, N. Simon (.4); meet with C. Duffield re veil piercing research (.8); t/c with S. Sparling re legal research re potential claims (.2).	6.30	4,693.50
10/16/12	RINGER, RACHAEL L	Revise presentation for examiner (.6), continue drafting presentation (.6), emails with D. Mannal and K. Eckstein re: same (.2), prepare exhibits for same (.5).	1.90	1,035.50
10/17/12	CIFONE, DAWN	Perform searches in Relativity for Weekly & Monthly Repurchase Review documents (2.2); Prepare binder of Repurchase Review documents and corresponding index (0.8); Perform QC of copy sets of Weekly & Monthly Repurchase Review binders (0.7); Perform searches in Relativity for specific confidentiality designations of documents cited in MSR Facility Presentation (1.8); Pull new board minutes and materials in Relativity and organize in electronic files (1.5).	7.00	2,065.00
10/17/12	ESTES, ANDREW J	Conduct legal research re: alter ego liability (.5); t/c with S. Sparling re research (.1).	0.60	357.00
10/17/12	ALLARD, NATHANIEL	Prepare for Examiner meeting (.7); review examiner presentation (.3), meet w/ R. Ringer re: same (.1)	1.10	456.50
10/17/12	ETTARI, SAMANTHA	Draft talking points re bank transfer (1.8); Review relevant case law for same (.7).	2.50	1,750.00

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10/17/12	DENK, KURT M	Emails re: project status and document review with N. Simon & N. Hamerman (1.7); prepare for (.5) and attend (1.3) meeting with N. Simon, P. Bentley, N. Hamerman and C. Siegel re potential claims v. Ally; review filings in and communications about related litigation (.5); perform second-level review of documents identified by review team (1); perform Westlaw research for (2.3) and draft (2.6) legal theories memo for N. Simon; t/c with N. Hamerman re: MSR memo (.5); correspondence with N. Simon re fraud conveyance and research (.4).	10.80	5,238.00
10/17/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	0.90	486.00
10/17/12	JARIWALA, AAKASH	Review produced board minutes for discussion of the MSR swap transaction.	7.20	3,888.00
10/17/12	SPARLING, STEVEN	T/c w/A. Estes re: investigation research issues (.1); review and revise memorandum on potential claims against AFI (8.5); review work product memoranda re: same (.6); email N. Simon and J. Rochon re: securities law claims (.1).	9.30	7,347.00
10/17/12	HAMERMAN, NATAN	Review documents produced in response to 2004 order re: MSR swap analysis (2.7); update Fact Narrative (1.5); meet with P. Bentley, N. Simon, K. Denk and C. Siegel re potential claims v. Ally (1.3); confer with K. Denk re MSR memo (.5); confer with N. Simon re MSR memo (.2); call re MSR/MPA memo and project.	6.20	4,619.00
10/17/12	SIMON, NORMAN	Correspondence with K. Denk re: fraudulent conveyance (.2); Analysis of Mortgage liability issues (3.1); Meeting with P. Bentley, C. Siegel, K. Denk, N. Hamerman (1.3) re investigation issues; Correspondence with K. Denk re project status (.2); email with A. Katz re same (.2); Correspondence with R. Schwinger re: bank regulatory privilege (.5); t/c with N. Hamerman re MSR memo (.2).	5.70	4,503.00
10/17/12	BENTLEY, PHILIP	Conf with N. Simon, K. Denk, N. Hamerman and C. Siegel re potential claims vs. Ally	1.30	1,124.50
10/17/12	ZIDE, STEPHEN	Emails with K. Eckstein, D. Mannal and B. O'Neill re examiner report (.5).	0.50	360.00

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10/17/12	O'NEILL, P. BRADLEY	Review materials for examiner presentation (2.4); revise examiner presentation (.4); MTW K. Eckstein, D. Mannal re same (2)	4.80	3,792.00
10/17/12	MANNAL, DOUGLAS	Revise Examiner presentation materials re PWC, subservicing and employee compensation (2.9); office conference with R. Ringer re presentation (1).	3.90	3,081.00
10/17/12	SCARBROUGH, KIMESHA	Add non-PEO designations to the board minutes and materials database (5.4); Review and add new board minutes and material onto the database (1.6).	7.00	2,065.00
10/17/12	DANESHRAD, MEGAN H	Summarize research findings for C. Siegel.	1.40	833.00
10/17/12	REID, DENISE L	Update binder re: control research (1); Create binder for C. Siegel (.5).	1.50	442.50
10/17/12	OLINZOCK, MATTHEW W	Review board minutes of Ally and related entities for information on MSR swap transactions (3.9). Compile summary of relevant board minutes in a chart (4.1).	8.00	4,320.00
10/17/12	SIEGEL, CRAIG L	Research re: veil piercing/alter ego claims (3.5); draft memo re: same (3.7); meet with P. Bentley, N. Simon, K. Denk and N. Hamerman re potential claims v. Ally (1.3)	8.50	6,332.50
10/17/12	DUFFIELD, CARL D	Collect sources for Ally Bank Talking Points (3.9); legal research re veil piercing (2.5).	6.40	4,064.00
10/17/12	RINGER, RACHAEL L	Prepare packages for Judge Glenn (.3), prep for (.6) and attend (1.0) meeting with D. Mannal re: examiner presentation; meet with N. Allard re: same (.1); revise same (.9), review and send to Examiner (.7).	3.60	1,962.00
10/18/12	ALLARD, NATHANIEL	Prepare for Examiner Presentation	1.00	415.00
10/18/12	ESTES, ANDREW J	Conduct legal research re: standing (0.8). Discuss same with S. Sparling (0.2).	1.00	595.00
10/18/12	DANIELS, ELAN	T/C and email correspondence with B. O'Neill regarding subservicing investigation (.5)	0.50	350.00
10/18/12	ETTARI, SAMANTHA	Continue review of key documents and analysis for bank transfer talking points.	4.60	3,220.00
10/18/12	JARIWALA, AAKASH	Review produced board minutes for discussion of the MSR swap transactions.	2.50	1,350.00
10/18/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	5.30	2,862.00

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10/18/12	SPARLING, STEVEN	Email w/N. Simon and K. Denk re: securities litigation (.2); discuss legal research issues w/K. DiFrancesco (.5); discuss same w/S. Ford (.4); emails re: same w/C. Siegel (.3); email re bankruptcy procedural issue w/G. Horowitz (.2); discuss legal research issues w/A. Estes (.4); discuss next steps and legal claim issues w/J. Rochon (.2); revise memorandum re: potential claims (5.5).	7.70	6,083.00
10/18/12	SIMON, NORMAN	Meeting with K. Denk, N. Hamerman re investigation issues	0.50	395.00
10/18/12	O'NEILL, P. BRADLEY	Review re: examiner presentation (2.8); meet with examiner re subservicing (2.5); t/c and email correspondence with E. Daniels re subservicing investigation (.5).	5.80	4,582.00
10/18/12	ROCHON, JENNIFER	Meeting w/S. Ford regarding Ally Bank transaction and outstanding research (.5); t/c w/S. Sparling regarding legal analyses of potential claims (.2)	0.70	553.00
10/18/12	MANNAL, DOUGLAS	Prep for (2.2) and present issues to Examiner and his counsel re subservicing, PWC and stock incentives (2.5).	4.70	3,713.00
10/18/12	SCARBROUGH, KIMESHA	Review new board minutes (3.0); organize same in electronic files (3.0); review and gather bank transfer hot documents (1.0).	7.00	2,065.00
10/18/12	CIFONE, DAWN	Pull and tag new board minutes and materials in Relativity and electronic files (5.6); organize specific documents from Relativity per S. Ettari's request (0.8).	6.40	1,888.00
10/18/12	DENK, KURT M	Perform second-level review of documents identified by review team as relevant to claims against (4.9); perform legal research for (2) and draft legal theories memo for (2.3) N. Simon and S. Sparling re: Committee investigation of potential claims against AFI.	9.20	4,462.00
10/18/12	FORD, SAMANTHA	Supervise associates re doc review for discovery issues (2.0); review document production to identify potential discovery issues (2.7); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (5.4).	10.10	6,413.50

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10/18/12	DIFRANCESCO, KRISTIN	Meet with S. Sparling to discuss research questions for investigation memo.	0.50	272.50
10/18/12	DIFRANCESCO, KRISTIN	Analyze questions for prepetition transactions memo (.2) compose email questions to S. Sparling (.3) review research re: same (3.5) conduct additional research re: same (3.5).	7.50	4,087.50
10/18/12	HAMERMAN, NATAN	Draft narrative re: investigation issues and talking points (4.1); meeting with N. Simon and K. Denk re investigation issues (.5).	4.60	3,427.00
10/18/12	REID, DENISE L	Continue update of control binder (3.5); review same (.5).	4.00	1,180.00
10/18/12	OLINZOCK, MATTHEW W	Review board minutes of Ally and related entities for information on MSR swap transactions (2.0). Compile summary of relevant board minutes in a chart (2.7).	4.70	2,538.00
10/18/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	2.30	1,242.00
10/18/12	SIEGEL, CRAIG L	Analyze veil piercing case law and control facts (4.8); prepare for (.7) and participate in (2.5) examiner presentation on subservicing; discuss legal research with S. Sparling (.3).	8.30	6,183.50
10/18/12	DUFFIELD, CARL D	Legal research re veil piercing (4.7); finalize sources for the Ally Bank Talking Points (0.5).	5.20	3,302.00
10/18/12	RINGER, RACHAEL L	Extensive preparation for meeting with Examiner (2.3), attend meeting with Examiner re: subservicing (2.5), follow up emails with D. Mannal and K. Eckstein re: same (.4)	5.20	2,834.00
10/18/12	ECKSTEIN, KENNETH H.	Meet with Examiners and counsel re KL presentation on management, servicing, PWC, other issues.	2.50	2,475.00
10/19/12	SCARBROUGH, KIMESHA	Review new board minutes (3.5); organize same in electronic files (3.5).	7.00	2,065.00
10/19/12	ALLARD, NATHANIEL	Review litigation against non-debtor affiliates (1.2); draft memo re: same (2.8)	4.00	1,660.00
10/19/12	ETTARI, SAMANTHA	Review documents re bank transfer and continue drafting talking points (1.4).	1.40	980.00
10/19/12	SPARLING, STEVEN	Discuss legal research issues w/C. Siegel (.1); review legal research re: potential claims (6.7).	6.80	5,372.00

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10/19/12	DENK, KURT M	Email and phone communications re: project status and document review with N. Hamerman (.5); edit draft deposition outlines pertaining to MSR/RMBS legal questions (3.1); research (3) and draft (.3) of legal theories memo for N. Simon and S. Sparling.	6.90	3,346.50
10/19/12	FORD, SAMANTHA	Pre-petition transaction review (2.9); review discovery issues re: same (.3).	3.20	2,032.00
10/19/12	ROCHON, JENNIFER	Call with N. Simon regarding investigation update (.2); analysis of AFI privilege logs (.1); email with K. DiFrancesco regarding research (.1); analysis of legal research on potential legal defenses (2.5); meeting with N. Simon regarding K. Patrick update (.6).	3.50	2,765.00
10/19/12	SIMON, NORMAN	Call with J. Rochon re investigation update (.2); Meeting with J. Rochon re: K. Patrick update (.6).	0.80	632.00
10/19/12	JARIWALA, AAKASH	Review board minutes for discussion related to the MSR transactions.	4.30	2,322.00
10/19/12	DIFRANCESCO, KRISTIN	Analyze questions for prepetition transactions memo (8.4); email with J. Rochon re research (.1).	8.50	4,632.50
10/19/12	HAMERMAN, NATAN	Draft fact narrative re: MSR Swap (1.5); confer with K. Denk re ongoing projects (.5).	2.00	1,490.00
10/19/12	OLINZOCK, MATTHEW W	Review board minutes of Ally and related entities for information on MSR swap transactions (1.1). Compile summary of relevant board minutes (1.1).	2.20	1,188.00
10/19/12	REID, DENISE L	Pull MSR Swap docs requested by N. Hamerman and K. Denk.	1.90	560.50
10/19/12	SIEGEL, CRAIG L	Legal and factual research on veil piercing (2.7); meet w/ C. Duffield to coordinate fraudulent conveyance legal research (1.4); discuss legal issues with S. Sparling (.1).	4.20	3,129.00
10/19/12	DUFFIELD, CARL D	Collect documents re ResCap Operating Agreements (2.4); legal research re corporate formalities under LLC form (3.0); legal research re veil piercing (0.6); meeting with C. Siegel re same (1.4).	7.40	4,699.00
10/20/12	ROCHON, JENNIFER	Analysis of legal research regarding potential legal claims.	0.90	711.00
10/20/12	DUFFIELD, CARL D	Legal research re veil piercing issues.	4.00	2,540.00

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10/21/12	DENK, KURT M	Review materials from Moelis re: investigation (1.2) and compose follow-up email assessment re: same to N. Hamerman (.3).	1.50	727.50
10/21/12	ESTES, ANDREW J	Conduct legal research re: alter ego liability.	0.80	476.00
10/21/12	ROCHON, JENNIFER	Analysis of legal research regarding potential legal claims against AFI	0.80	632.00
10/21/12	SIMON, NORMAN	Review and comment on draft release for ResCap employees.	0.50	395.00
10/21/12	DUFFIELD, CARL D	Legal research re issues relating to potential claims against AFI.	3.00	1,905.00
10/21/12	HAMERMAN, NATAN	Confer w/ K. Denk re status of investigation projects (0.3); draft fact narrative (0.9).	1.20	894.00
10/22/12	DENK, KURT M	Email and phone communications re: project status and document review with N. Hamerman (.3); review updates to related litigation dockets (.2) and review/respond to team emails re: same (.1); research for legal theories memo for N. Simon and S. Sparling (1.8).	2.40	1,164.00
10/22/12	ESTES, ANDREW J	Revise memorandum analyzing legal standards for claims in bankruptcy.	0.80	476.00
10/22/12	ROSEN, SARAH N	Review documents for pre-petition transactions (5.8); review pre-petition transactions memo (.7).	6.50	3,542.50
10/22/12	FORD, SAMANTHA	Call with Moelis and S. Ettari re: document review issues for investigation (.5); Review of documents and discovery (1.1); review documents re: Pre-petition transactions (9.5)	11.10	7,048.50
10/22/12	ETTARI, SAMANTHA	Continue drafting talking points for Examiner Presentation on bank transfer, including editing and revising S. Ford's draft section (4.1) and conferring with C. Duffield re edits necessary to his draft section (.5); Review AlixPartners slide deck and revised chronology re bank transfer (1.5); Telephone call with M. Arango and S. Ford re: document review issues for investigation (.5); Emails with S. Ford re document review (.2)	6.80	4,760.00
10/22/12	ROCHON, JENNIFER	Analysis of Alix Partners Ally Bank presentation (1.9); analysis of research on potential estate claims (.8).	2.70	2,133.00

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10/22/12	SPARLING, STEVEN	Review legal research re: potential claims against AFI (3.3); emails w/N. Simon re: meeting to discuss same (.1).	3.40	2,686.00
10/22/12	SIMON, NORMAN	Email correspondence with J. Rochon, K. Eckstein, D. Mannal, S. Ettari, S. Sparling re: UCC investigation presentation.	0.60	474.00
10/22/12	DUFFIELD, CARL D	Review Alix Partners presentation re Ally Bank transfer (3.3); analyze related hot documents and collect for master document set (3.5); confer with S. Ettari re: edits to draft section (.5).	7.30	4,635.50
10/22/12	JARIWALA, AAKASH	Phone call with N. Hamerman and M. Olinzock to discuss status of board minutes review project.	0.10	54.00
10/22/12	HAMERMAN, NATAN	Draft and edit fact narrative re: MSR issues (3.3); outline fraudulent conveyance issues (1.7); draft portions of deposition outlines re: same (2.6); confer w/ K. Denk re projects (.3); t/c with M. Olinzock and A. Jariwala re: board minutes status (.1).	8.00	5,960.00
10/22/12	CIFONE, DAWN	Organize investigation research in electronic files (3.0); review related documents/exhibits re: same (1.8); search and compile GMAC/ResCap public filings (2.2).	7.00	2,065.00
10/22/12	SCARBROUGH, KIMESHA	Organize board minutes and material on electronic database (3.2) Additional review of board minutes and material added onto the database (3.8)	7.00	2,065.00
10/22/12	REID, DENISE L	Update Control case law binders (3); Update index and insert corresponding tabs into outline (2).	5.00	1,475.00
10/22/12	OLINZOCK, MATTHEW W	Review board minutes of AFI entities for discussions relating to MSR swap transactions (.1); compile summary of relevant board minutes (.2); t/c with N. Hamerman and A. Jariwala re: status of MSR project (.1).	0.40	216.00
10/23/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions and claims against AFI	8.10	4,414.50
10/23/12	DANESHRAD, MEGAN H	Phone call with M. Moses regarding follow-up research related to veil-piercing claim.	0.10	59.50

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10/23/12	ETTARI, SAMANTHA	Continue drafting talking points for bank transfer including review of documents (6.8); revise draft portions of the Talking Points prepared by S. Ford (1.9); Review draft portion of the Talking Points prepared by C. Duffield (.5) and discuss same with C. Duffield (1.0); Telephone call with M. Arango re bank transfer issues (.4); Telephone call with N. Simon and J. Rochon re Talking Points (.4).	11.00	7,700.00
10/23/12	SPARLING, STEVEN	T/c w/J. Rochon re: legal claim issues (.2); t/c w/J. Rochon and N. Simon re: next steps re: same (.2); review legal research re: same (3.2); meeting with K. DiFrancesco re: memo (.3).	3.90	3,081.00
10/23/12	DUFFIELD, CARL D	Revise Ally Bank transfer Talking Points presentation (2.0); review additional GMAC board minutes (5.3); incorporate additional content into presentation (4.0); discuss talking points with S. Ettari (1.0).	12.30	7,810.50
10/23/12	FORD, SAMANTHA	Pre-petition transaction review (5.0); prepare outline for Committee investigation presentation (6.9); Monitor discovery issues (.7).	12.60	8,001.00
10/23/12	SIMON, NORMAN	Meeting with J. Rochon re: analysis of AFI liability for committee (1.5); Meeting with J. Rochon re: analysis for committee (.9); Review Moelis revised MSR Swap slides/correspondence with N. Hamerman re: same (.8); t/c with S. Sparling and J. Rochon re next steps re legal claims (.2); t/c with J. Rochon and S. Ettari re: talking points (.4); review sub-servicing materials (.1).	3.90	3,081.00
10/23/12	JARIWALA, AAKASH	Review board minutes for discussion of MSR transaction and update chart.	3.40	1,836.00
10/23/12	DENK, KURT M	Research (2.2) and draft memo (4) regarding mortgage liability causes of action for N. Simon; confer with N. Hamerman re MSR swap project/fact narrative (1.9).	8.10	3,928.50

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10/23/12	ROCHON, JENNIFER	T/c with S. Ettari and N. Simon re: investigation talking points (.4); meet with N. Simon re: analysis for committee (.9); meet with N. Simon re AFI liability (1.5); t/c N. Simon and C. Siegel re veil piercing (.2); t/c with S. Sparling re legal claim issues (.2); t/c with S. Sparling and N. Simon re: next steps re same (.2); analysis of bank transaction (.7).	4.10	3,239.00
10/23/12	DIFRANCESCO, KRISTIN	Research in Westlaw re: prepetition transactions memo (7.2); meet with S. Sparling re: same (.3); email to S. Sparling re: same (.5)	8.00	4,360.00
10/23/12	HAMERMAN, NATAN	Draft fact narrative re: MSR swap (5.5); confer w/ K. Denk re same (1.9); emails w/ M. Moses and A. Jariwala re same (0.7); emails w/ D. Cifone and D. Reid re investigation documents and binder (0.5); emails w/ L. Parsons of Moelis re: investigation issues (0.6); analyze research re fraudulent conveyance issues (2.5); review MSR swap slides with N. Simon (1.0).	12.70	9,461.50
10/23/12	CIFONE, DAWN	Review tagged produced documents re: discovery issues (2.8); Prepare chart of board positions held by key individual per S. Ford's request (1.8); organize documents specified by S. Ford to be used in future "Hot Docs" binder (2.4)	7.00	2,065.00
10/23/12	MOSES, MATTHEW B	Emails re investigation research with C. Siegel (.4) research burden of proof for potential claims against AFI (2.3). T/c M. Daneshrad re follow up research (.1).	2.80	1,918.00
10/23/12	SCARBROUGH, KIMESHA	Organize new board minutes and material on electronic database (3.5); Additional review of board minutes (3.5).	7.00	2,065.00
10/23/12	REID, DENISE L	Review binders of produced documents for accuracy and distribute to team.	1.30	383.50
10/23/12	SIEGEL, CRAIG L	TC N. Simon, J. Rochon re veil piercing (.2); legal research re: same (5.0); draft talking points re: same (5.7)	10.90	8,120.50
10/24/12	DUFFIELD, CARL D	Revise Ally Bank transfer Talking Points (12.1); conference w/S. Ettari, S. Ford, N. Simon, S. Sparling, C. Siegel and J. Rochon re same (1.5)	13.60	8,636.00
10/24/12	ESTES, ANDREW J	Conduct legal research re: alter ego liability (2.2); t/c with S. Sparling re legal research issue (.1).	2.30	1,368.50

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10/24/12	ALLARD, NATHANIEL	Review litigation (.2) and draft email to R. Ringer re: FHFA lawsuits (.2)	0.40	166.00
10/24/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation for analysis of pre-petition related-party transactions (4.5); review document production database to determine ResCap employees and positions (1).	5.50	2,997.50
10/24/12	ETTARI, SAMANTHA	Pre-petition transaction team meeting with S. Ford, C. Duffield, C. Siegel, S. Sparling and J. Rochon to discuss presentation to UCC (1.5); Confer with S. Ford re bank transfer (1.0); Edit and revise bank transfer talking points section prepared by C. Duffield (1.5) and discuss edits and documents with C. Duffield (1.0); Confer with D. Cifone re document collection to accompany Talking Points (1.4); revise section of Talking Points (4.0); review of AlixPartners revised and additional work product and key documents (3.4).	13.80	9,660.00
10/24/12	FORD, SAMANTHA	Team meeting with S. Ettari, J. Rochon, N. Simon, S. Ford, C. Siegel and C. Duffield re presentation to UCC (1.5); Call with Moelis re: same (.9); review documents re: Pre-petition transaction UCC investigation outline (2.6); prepare outline re: same (6.0); confer with S. Ettari re: bank transfer (1.0).	12.00	7,620.00
10/24/12	SPARLING, STEVEN	Attend litigation team meeting with J. Rochon, N. Simon, S. Ford, C. Siegel S. Ettari and C. Duffield re UCC presentation (1.5); discuss w/C. Siegel certain legal claims and presentation re: same to UCC (.4); review legal memorandum from C. Siegel re: certain legal claims (1.0); t/c w/A. Estes re: legal research issue (.1); review legal research from K. DiFrancesco (.3); emails re same w/K. DiFrancesco (.3); revise legal memorandum re: certain legal claims (6.4).	10.00	7,900.00

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10/24/12	SIMON, NORMAN	Analysis of AFI liability for UCC presentation (.9); Meeting with J. Rochon to prepare outline for UCC presentation (2.3); prep for (.4) and attend (1.5) litigation team meeting with S. Ford, S. Sparling, S. Ettari, J. Rochon, C. Duffield and C. Siegel re: UCC presentation; Review of draft MSR legal/factual memo (2); t/c with J. Rochon re UCC presentation (.2); Review Bank of America DOJ complaint and email correspondence with P. Bentley, A. Levine re: same (1.3); t/c with J. Rochon re UCC presentation (.7).	9.30	7,347.00
10/24/12	JARIWALA, AAKASH	Search documents for information on key person in MSR transactions; send email to N. Hamerman.	0.10	54.00
10/24/12	JARIWALA, AAKASH	Review board minutes for discussion of the MSR swap transaction (1.5); update summary charts re: same (.7).	2.20	1,188.00
10/24/12	DENK, KURT M	Email communications re: project status and document review with J. Rochon (.1) and updating of facts memo re: same (1); research (3.8) and drafting of memo (3.7) regarding mortgage liability causes of action for N. Simon; confer with N. Hamerman re: fraud conveyance memo (1.5).	10.10	4,898.50
10/24/12	ROCHON, JENNIFER	Meeting with N. Simon and continuing to prepare outline of presentation to UCC (2.3); Prep for (.4) and attend (1.5) litigation team meeting with S. Ford, N. Simon, S. Sparling, C. Duffield and S. Ettari re: UCC presentation; t/c with N. Simon regarding UCC presentation (.5); t/c with N. Simon regarding UCC presentation (.2).	4.90	3,871.00
10/24/12	DIFRANCESCO, KRISTIN	Analyze questions for prepetition transactions memo (3.0); conduct research for memo (3.2); draft emails to S. Sparling summarizing results (.8).	7.00	3,815.00
10/24/12	O'NEILL, P. BRADLEY	Email K. DiFrancesco re research re: investigation (.5); CF with C. Siegel re alter ego (.3)	0.80	632.00

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10/24/12	HAMERMAN, NATAN	Confer w/ K. Denk re fraud conveyance memo (1.5); draft on fact narrative (3.8); review control person memo (1.3); collect documents for fact narrative binder (0.8); confer with D. Reid re: fact section (1.0).	8.40	6,258.00
10/24/12	CIFONE, DAWN	Per N. Hamerman's request, draft email to library to pull SEC filings (0.3); cite-check memo re: potential claims against AFI (5.8) fact-check Phase II (2.0); Begin cite and fact-check of Phase III of same (1.5); Prepare index for documents cited in "Bank Transfer Talking Points" (1); Pull specific board minutes/materials per C. Duffield's request (0.5); confer with S. Ettari re doc collection (1.4).	12.50	3,687.50
10/24/12	MOSES, MATTHEW B	Research (2.0) and draft (1.4) memo on burden of proof for potential claims against AFI; Research additional issues re: same (4.4).	7.80	5,343.00
10/24/12	REID, DENISE L	Conference with N. Hamerman re Committee presentation (1.0); Pull documents referenced in outline (3); Tab and index same (3.8).	7.80	2,301.00
10/24/12	OLINZOCK, MATTHEW W	Review board minutes of AFI and related company board minutes for discussions relating to MSR swap transactions (4.0); Compile summary of relevant board minutes (3.0).	7.00	3,780.00
10/24/12	SIEGEL, CRAIG L	Veil piercing research for talking points (4.0); prep for (.6) and attend (1.5) litigation team meeting with J. Rochon, C. Duffield, N. Simon, S. Ford, S. Ettari and S. Sparling re: UCC presentation; research (4.0) and draft (3.1) talking points on subservicing issue; c/f M. Olinzock re: same (.3); discussion with S. Sparling re legal claims (.4).	13.90	10,355.50
10/25/12	FORD, SAMANTHA	Prepare outline for pre-petition transaction review (13.2).	13.20	8,382.00
10/25/12	ESTES, ANDREW J	Conduct legal research re: control person liability.	4.80	2,856.00
10/25/12	ROSEN, SARAH N	Research titles and backgrounds of certain GMAC/ResCap employees/directors (6); edit memo re: GMAC Bank transaction (.4); confer with S. Ettari re: talking points (.5) and add sections and prep same (.5).	7.40	4,033.00

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10/25/12	ETTARI, SAMANTHA	Edit portions of draft talking points re bank transfer ("Talking Points") prepared by S. Ford and C. Duffield (4.5); Confer with S. Rosen re edits to Talking Points and drafting additional sections (.5) and review same (.8); Telephone calls and emails with M. Arango re: same (1.0); emails with N. Simon and J. Rochon re Talking Points (.5); Coordinate with paralegal to prepare document set to accompany Talking Points, including review of index and quality control of same (.5); revise final draft of Talking Points for circulation to pre-petition transactions team (4.3); t/c with J. Rochon re Ally Bank issue (.2).	12.30	8,610.00
10/25/12	SIMON, NORMAN	Meeting with J. Rochon, D. Mannal, K. Eckstein re: UCC presentation(1.3); Meeting with J. Rochon re: AFI liability legal research (.3); Meeting with J. Rochon, S. Sparling; J. Trachtman re: legal claims (1.5); Meeting with J. Rochon re: UCC presentation (1.0); Call with Alix Partners (.5); Call with N. Hamerman re: mortgage liability analysis (.6); Analysis of alter ego case law (2.7); email with A. Estes re: securities/research (.2).	8.10	6,399.00
10/25/12	JARIWALA, AAKASH	Review board minutes for the MSR Swap transaction.	2.50	1,350.00
10/25/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	1.20	648.00
10/25/12	DENK, KURT M	Email communication re: project status and document review with J. Trachtman (.5); research (5.0) and drafting of memo (6.3) regarding mortgage liability causes of action for N. Simon.	11.80	5,723.00
10/25/12	TRACHTMAN, JEFFREY S.	Meet with J. Rochon, S. Sparling and N. Simon re bankruptcy legal issues relevant to investigation (1.5); review memos on veil-piercing and fraudulent conveyances (1.8); emails and consult with C. Siegel, S. Sparling re veil-piercing research (.5).	3.80	3,382.00

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10/25/12	ROCHON, JENNIFER	Review legal research (1.0); meeting with N. Simon, K. Eckstein and D. Mannal regarding UCC presentation (1.3); meeting with N. Simon regarding UCC presentation (.3); meeting with J. Trachtman, N. Simon and S. Sparling regarding potential legal claims against AFI (1.5); t/c with S. Ettari regarding Ally Bank issues (.2); meeting with N. Simon regarding UCC presentation (1.0); meeting with S. Sparling regarding Ally bank issues and Alix Partner tasks (.3); meeting with S. Sparling regarding Ally Bank tax issues (.2); conference call with Alix Partners, S. Ettari and N. Simon regarding tasks for UCC presentation (.3); meeting with N. Simon regarding UCC presentation (.3); analysis of legal research on potential estate claims (.6).	7.00	5,530.00
10/25/12	SPARLING, STEVEN	Discuss legal claim issues w/J. Rochon, N. Simon, and J. Trachtman (1.5); disc. Ally bank issues and AlixPartner tasks with J. Rochon (.5); discuss legal research issues w/C. Siegel (.3); discuss legal research w/K. DiFrancesco (.4); review legal research on legal claims (1.5); revise memorandum on legal claims (5.3).	9.50	7,505.00
10/25/12	O'NEILL, P. BRADLEY	CF C. Siegel re investigation research (.3); email with C. Siegel re subservicing (.2)	0.50	395.00
10/25/12	DIFRANCESCO, KRISTIN	Draft memo re: prepetition transactions (7.5); meet with S. Sparling re: results (.4); compose emails to S. Sparling (.1).	8.00	4,360.00
10/25/12	HAMERMAN, NATAN	Confer with D. Reid re: fact narrative binders (0.5); revise same (0.2); correspondence with D. Reid re additional documents for fact narrative binders (0.5); coordinate project re: review of produced board minutes (0.5); confer with N. Simon re mortgage liability analysis (.6).	2.30	1,713.50
10/25/12	CIFONE, DAWN	Compile documents to be used for "Ally Bank Transfer" Binder (3.5); Prepare index for same (1.3); Cite and fact-check updated draft for "Ally Bank Transfer Presentation" (2.5); Cite and fact-check revised version of Ally Bank Transfer Presentation (1.6); Perform QC of copy sets of "Ally Bank Transfer" binders (1); Prepare documents re: same (0.4)	10.30	3,038.50

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10/25/12	SCARBROUGH, KIMESHA	Review and gather documents for examiner presentation (7.5); review and gather material for MSR Swap binder (2.2).	9.70	2,861.50
10/25/12	MOSES, MATTHEW B	Research re: veil piercing analysis (1.5); t/c with C. Siegel re same (.4).	1.90	1,301.50
10/25/12	REID, DENISE L	Conference with N. Hamerman re: fact narrative binders (.5); Update binders re: same (2.5); Check binders for accuracy (2).	5.00	1,475.00
10/25/12	MANNAL, DOUGLAS	Prep for (.6) and meet with (1.3) K. Eckstein, J. Rochon and N. Simon re UCC presentation.	1.90	1,501.00
10/25/12	DUFFIELD, CARL D	Revise Ally Bank Talking Points (5.6); legal research re fraudulent transfer damages and statutes of limitation (1.0); meeting w/C. Siegel re same (1.0).	7.60	4,826.00
10/25/12	OLINZOCK, MATTHEW W	Review board minutes of AFI for discussions relating to MSR swap transactions (2.0). Compile summary of relevant board minutes (2.1).	4.10	2,214.00
10/25/12	HOROWITZ, GREGORY A.	Correspond w/ C. Siegel re veil-piercing issues .	0.80	692.00
10/25/12	SIEGEL, CRAIG L	Correspond with G. Horowitz re: veil-piercing issues (.8); research re: same (5.2) c/f with B. O'Neill re: veil piercing research (.3).	6.30	4,693.50
10/25/12	ECKSTEIN, KENNETH H.	Meet with N. Simon, J. Rochon and D. Mannal re UCC presentation on the status of the Committee investigation.	1.30	1,287.00
10/25/12	SIEGEL, CRAIG L	TC with M. Moses re veil piercing legal research (.4); meet with C. Duffield to coordinate fraudulent conveyance research (1.0); draft talking points on alter ego claims (7.8).	9.20	6,854.00
10/26/12	ETTARI, SAMANTHA	Finalize draft talking points for presentation to examiner, including draft legal analysis (.8); Review email correspondence re productions and talking points (.6).	1.40	980.00
10/26/12	ESTES, ANDREW J	Conduct legal research re: control person liability (0.3), and e-mail S. Sparling re: same (.1).	0.40	238.00
10/26/12	FORD, SAMANTHA	Review documents re: prepetition related-party transactions (6.7); analyze discovery issues re: production pursuant to Rule 2004 Order (1.4); t/c with N. Hamerman, M. Olinzock, A. Jariwala re: MSR review (.2).	8.30	5,270.50

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10/26/12	DENK, KURT M	Email communications re: investigation status and document review with M. Olinzock (.3); meetings with N. Hamerman re: same (.5); meeting with N. Simon re research (.5); conference call with Moelis, N. Simon, N. Hamerman re: mortgage-related claims (1.5), draft of talking points summarizing status of mortgage-related transactions research (3.0).	5.80	2,813.00
10/26/12	JARIWALA, AAKASH	Phone call with M. Olinzock, N. Hamerman, and S. Ford discussing new document production and MSR swap.	0.20	108.00
10/26/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	3.10	1,674.00
10/26/12	SPARLING, STEVEN	Review investigation legal research memoranda (3.3); emails re legal research issues w/C. Siegel (.5); discuss same w/C. Duffield (.2); call with N. Simon re: legal research issues (.3); emails w/J. Rochon re: bank transfer issues (.3); review portion of memorandum on bank transfer (.2).	4.80	3,792.00
10/26/12	DIFRANCESCO, KRISTIN	Draft memoranda re prepetition transactions research (7.2); draft emails to S. Sparling re: same (.8); review memos re: same research (.5).	8.50	4,632.50
10/26/12	HAMERMAN, NATAN	Draft talking points re fraudulent conveyance (1.0); draft fact talking points (1.0); call w/ Moelis, N. Simon, K. Denk re: mortgage related claims (1.5); confer w/ K. Denk re research (0.5); conf w/ N. Simon re: same (0.5); confer w/ D. Cifone and D. Reid re projects (0.3); t/c with M. Olinzock, A. Jariwala, and S. Ford re: MSR review (.2).	5.00	3,725.00
10/26/12	CIFONE, DAWN	Update "Ally Bank Transfer" binders with revised talking points (0.8); review database re Board minutes/materials (3.5); review copy sets of Ally Bank Transfer binders (1.8)	6.10	1,799.50
10/26/12	MOSES, MATTHEW B	Research re: corporate veil piercing (5.0); review additional case law re: same (2.3); draft talking points outline on veil piercing (1.0).	8.30	5,685.50
10/26/12	SCARBROUGH, KIMESHA	Organize board minutes and material on electronic database (3.2) Additional review of board minutes and material added onto the database (3.2)	6.40	1,888.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	SIMON, NORMAN	Email with K. Denk, C. Siegel, N. Hamerman, J. Rochon re: UCC claims (.3); outline and review legal/factual analysis of AFI claims for UCC presentation (5.0); call with Moelis, N. Hamerman, K. Denk (1.5); call with S. Sparling re research (.3); meet with K. Denk re research (.5); meet with N. Hamerman re same (.5); meet with J. Rochon re UCC presentation (.5); t/c with J. Rochon re: same (.3); meet with J. Rochon re: potential claims (.3).	9.20	7,268.00
10/26/12	REID, DENISE L	Pull docs requested by N. Hamerman (1.5); Create binder and index (2); review copies for accuracy (1.5).	5.00	1,475.00
10/26/12	DUFFIELD, CARL D	Legal research re fraudulent transfer remedies (3.1); telephone call w/S. Sparling re same (0.2).	3.30	2,095.50
10/26/12	OLINZOCK, MATTHEW W	Phone call with N. Hamerman and A. Jariwala re: next steps in MSR swap document review.	0.20	108.00
10/26/12	ROCHON, JENNIFER	Meeting with N. Simon re: UCC presentation (0.5); analysis of Ally Bank transaction, related documents and analyses (5.0); telephone call with N. Simon re: UCC presentation (0.3); meeting with N. Simon re: potential claims (0.3)	6.10	4,819.00
10/26/12	TRACHTMAN, JEFFREY S.	Emails with K. Eckstein, P. Kaufman, R. Ringer, N. Simon re discovery issues and preparation for meetings (.6); review and comment on legal memos re investigation issues (1.8).	2.40	2,136.00
10/26/12	ECKSTEIN, KENNETH H.	Review examiner letter, comment (.3); call w/G. Lee re PSA waiver (.2).	0.50	495.00
10/27/12	FORD, SAMANTHA	Pre-petition transaction analysis (5.9); coordinate discovery issues re: investigation document review (2.3).	8.20	5,207.00
10/27/12	SIMON, NORMAN	Analysis of alter ego issues (1.0); review research re: same (1.5).	2.50	1,975.00
10/27/12	TRACHTMAN, JEFFREY S.	Review memos and case law on alter ego and related issues (1.2), emails with N. Simon, C. Siegel on legal research issues (.2).	1.40	1,246.00
10/27/12	SIEGEL, CRAIG L	Research (2.5) and draft (2.6) portions of veil piercing and subservicing talking points for UCC presentation.	5.10	3,799.50
10/27/12	DUFFIELD, CARL D	Legal research re fraudulent transfer remedies.	4.50	2,857.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/28/12	ETTARI, SAMANTHA	Email with N. Hamerman, N. Simon and J. Rochon and AlixPartners re pre-petition talking points issues.	0.90	630.00
10/28/12	DENK, KURT M	Confer with N. Hamerman re fraudulent conveyance memo (.2); analyze documents relevant to drafting of talking points summarizing status of mortgage-related transactions research (.9).	1.10	533.50
10/28/12	DIFRANCESCO, KRISTIN	Draft memo summarizing results of research re questions involving prepetition transactions.	6.00	3,270.00
10/28/12	HAMERMAN, NATAN	Revise fraudulent conveyance talking points (1.5); revise control person talking points (2.5); draft fact talking points (1.5); email w/ K. Denk re same (0.7); confer w/ N. Simon re same (0.2).	6.40	4,768.00
10/28/12	MOSES, MATTHEW B	Review corporate veil piercing research and damages available.	1.90	1,301.50
10/28/12	SIMON, NORMAN	Analysis of fraudulent transfer transactions.	2.00	1,580.00
10/28/12	SIEGEL, CRAIG L	Research (2.5) and draft (1.9) veil piercing talking points for UCC presentation	4.40	3,278.00
10/29/12	DENK, KURT M	Email communications re: project status with S. Ettari and N. Hamerman (1.3); analyze documents relevant to drafting of talking points summarizing status of mortgage-related transactions research (1); draft talking points summarizing status of mortgage-related transactions research (4.0); confer with N. Hamerman re: fact talking points (.7).	7.00	3,395.00
10/29/12	ETTARI, SAMANTHA	Review materials re prepetition transactions prepared by N. Hamerman and K. Denk and email comments to both (1.1); Review materials for additional pre-petition transaction talking points to UCC and/or Examiner (1.1).	2.20	1,540.00
10/29/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	7.00	3,780.00
10/29/12	SPARLING, STEVEN	Review investigation legal research materials from K. DiFrancesco (.5); email w/N. Simon and J. Rochon re: same (.2); email C. Siegel re: same (.2); email w/K. Denk re: legal research issues (.3); email w/S. Ettari re: legal research issues (.3); review memorandum re: bank transfer (2.1).	3.60	2,844.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/12	HAMERMAN, NATAN	Draft fraudulent conveyance talking points (1.5); draft control person talking points (2.5) and fact talking points (1.5); confer w/ K. Denk re same (0.7); confer w/ N. Simon (0.2).	6.40	4,768.00
10/29/12	SIMON, NORMAN	Draft UCC presentation re: AFI liability (5.8); call with J. Rochon re: UCC presentation (.2) confer with N. Hamerman re talking points (.2); emails with C. Siegel re veil piercing talking points (.3).	6.50	5,135.00
10/29/12	DUFFIELD, CARL D	Legal research re fraudulent transfer and remedies.	1.50	952.50
10/29/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	6.10	3,294.00
10/29/12	ROCHON, JENNIFER	Revise draft talking points based on analysis of documents on Ally Bank transaction and other issues for UCC presentation (4.9); t/c with N. Simon re: UCC presentation (0.2).	5.10	4,029.00
10/29/12	SIEGEL, CRAIG L	Draft veil piercing legal talking points and emailed N. Simon (6.1); Research and write veil piercing factual talking points and analysis of AFI's arguments (3.2)	9.30	6,928.50
10/29/12	ZIDE, STEPHEN	Emails with K. Eckstein re Ally PSA (.2).	0.20	144.00
10/30/12	ETTARI, SAMANTHA	Review investigation materials prepared by AlixPartners and email with M. Arango and other AlixPartners team members re same (3.6); Review legal research and email with K. Denk re same (.6); Email with N. Simon re talking points (.2).	4.40	3,080.00
10/30/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction.	6.50	3,510.00
10/30/12	SPARLING, STEVEN	Email w/C. Siegel re: legal research issues (.3); email w/M. Moses re: same (.5); email w/N. Simon re: same (.3); review emails from K. Denk re: same (.3); review emails from S. Ettari re: same (.2).	1.60	1,264.00

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10/30/12	DENK, KURT M	Email and phone communications re: project status with N. Hamerman, C. Siegel, S. Ettari, and N. Simon and J. Rochon (.9); revise talking points addressing mortgage-related transactions claims (1.5); research (3) and draft (3) memo addressing issues with potential claims against AFI; confer with N. Hamerman re: fraud conveyance (1.0); t/c with C. Siegel re: alter ego issues (.5).	9.90	4,801.50
10/30/12	MANNAL, DOUGLAS	Review Alix presentation re historical transactions (.7); conference call with Alix re same (1.1); TCF with R. Ringer re responses to examiner letter (.4)	2.20	1,738.00
10/30/12	MOSES, MATTHEW B	Research (2.0) and draft (1.6) memo on state law for potential claims against AFI.	3.60	2,466.00
10/30/12	SIMON, NORMAN	Prepare for UCC presentation re: AFI liability (4.3); call with K. Eckstein, Alix Partners re: AFI/ResCap historical relationship (1.3); call with J. Rochon re UCC presentation (.7)	6.30	4,977.00
10/30/12	DUFFIELD, CARL D	Legal research re fraudulent transfer and remedies (8.7); t/c with C. Siegel re: research (.2).	8.90	5,651.50
10/30/12	HAMERMAN, NATAN	Draft talking points re: control person (2.1); draft talking points re: fraud conveyance (.9); email with K. DiFrancesco re same (1.0).	4.00	2,980.00
10/30/12	OLINZOCK, MATTHEW W	Review documents related to MSR swap transactions.	4.00	2,160.00
10/30/12	ROCHON, JENNIFER	Conference call with Alix Partners and KL attorneys re: historical relationship between AFI and ResCap (1.3); t/c with N. Simon re: UCC presentation and talking points (0.7)	2.00	1,580.00
10/30/12	TRACHTMAN, JEFFREY S.	Review memos on alter ego and fraudulent conveyance.	1.20	1,068.00
10/30/12	SIEGEL, CRAIG L	TC w/ K. Denk re: alter ego issues (.5); TC C. Duffield re legal research (.2); research (3.0) and draft (2.5) subservicing talking points for UCC presentation; legal research on fraudulent conveyance issues (3.2).	9.40	7,003.00
10/30/12	RINGER, RACHAEL L	Draft letter re: examiner investigation (.3); t/c with D. Mannal re responses to examiner letter (.4).	0.70	381.50

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10/30/12	ECKSTEIN, KENNETH H.	Call with Alix and N. Simon to review analysis of AFI/ResCap transfers (1.3); call with G. Lee re: same (.7)	2.00	1,980.00
10/31/12	ETTARI, SAMANTHA	Revise talking points for N. Simon and J. Rochon (1.1); email redline and comments to same (.5); Review presentations prepared by AlixPartners re outstanding Revolver and LOC (1.4); and telephone call with AlixPartners and S. Ford re same (.9); Coordinate outstanding research for talking points (1.5); Begin review of outstanding asset sale presentations (1.1); Multiple telephone calls (.5) and emails (.5) with N. Simon re talking points; t/c with S. Ford re research (.9).	8.40	5,880.00
10/31/12	CIFONE, DAWN	Pull all documents cited in Talking Points Memo and organize on electronic files (3); Pull all documents cited in Committee investigation presentation and organize electronic files (3.7).	6.70	1,976.50
10/31/12	DENK, KURT M	Telephonically attend conference call with Alix and N. Simon and K. Eckstein re: investigation (1.3); revise talking points addressing mortgage-related transactions claims for N. Simon (7.7); meet with C. Duffield re control presentation (.5); confer with N. Hamerman re analysis/projects (1.0).	10.50	5,092.50
10/31/12	JARIWALA, AAKASH	Review documents related to MSR swap transaction.	4.90	2,646.00
10/31/12	MOSES, MATTHEW B	Review Judge Glenn decisions on fraudulent conveyance issues.	0.90	616.50
10/31/12	SCARBROUGH, KIMESHA	Organize new board minutes on electronic database (3.2) Additional review of board minutes and material added onto the database (3.8)	7.00	2,065.00
10/31/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (3.0), conduct legal research re: issues with same (3.5), prepare for Committee investigation presentation (2.0); T/c with S. Ettari re research (.9); t/c with S. Ettari and Alix re presentation (.9).	10.30	6,540.50

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10/31/12	SIMON, NORMAN	Draft (5.0) and revise (4.8) UCC presentation re: AFI liability; correspondence/calls/meetings with K. Denk re: same (1); calls with S. Ettari re talking points (.5); emails with J. Rochon re: presentation (.3); correspondence with Moelis re: same(.2); t/c with C. Siegel re: talking points (.1); discuss legal claims presentation with S. Sparling (.6).	12.50	9,875.00
10/31/12	DUFFIELD, CARL D	Legal research re fraudulent transfer and remedies (8.1); meeting w/K. Denk re control presentation (0.5); document analysis re control issues (2.9).	11.50	7,302.50
10/31/12	SPARLING, STEVEN	Emails w/C. Siegel re: research issues (.2); email w/M. Moses re: same (.3); review research from K. Denk (.5); discuss presentation re: legal claims w/N. Simon (.6); review legal research re: same (6.5); review analysis of bank transfer (.8)	8.90	7,031.00
10/31/12	HAMERMAN, NATAN	Draft talking points re: control person (1.0); confer with K. Denk re: same (1.0).	2.00	1,490.00
10/31/12	DIFRANCESCO, KRISTIN	Conduct research on issues related to prepetition transactions (.3); draft emails of findings to S. Ford (5.7).	6.00	3,270.00
10/31/12	RINGER, RACHAEL L	E-mails with K. Eckstein and D. Mannal re: letter to the examiner.	0.10	54.50
10/31/12	SIEGEL, CRAIG L	Draft subservicing talking points (1.8); research potential claim against AFI (.7); comment on fraudulent transfer talking points (.9); TC w/ N. Simon re same (.1); participate in T/C with Alix Partners re prepetition related-party transactions (1.2); research re: TARP issues (2.0); emails with S. Sparling re research (.2).	6.90	5,140.50
10/31/12	ECKSTEIN, KENNETH H.	Call with T. Goren, L. Marinuzzi re PSA, correspondence with MoFo and D. Mannal re same.	<u>0.50</u>	<u>495.00</u>
TOTAL			<u>2,306.70</u>	<u>\$1,368,330.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	27.50	27,225.00
TRACHTMAN, JEFFREY S.	PARTNER	52.20	46,458.00
BENTLEY, PHILIP	PARTNER	149.40	129,231.00
SIMON, NORMAN	PARTNER	8.40	6,636.00
ROCHON, JENNIFER	PARTNER	2.80	2,212.00
KAUFMAN, PHILIP	PARTNER	200.50	188,470.00
MANNAL, DOUGLAS	PARTNER	48.40	38,236.00
HOROWITZ, GREGORY A.	PARTNER	9.90	8,563.50
PETTIT, LAURENCE	PARTNER	59.00	49,560.00
LIU, GILBERT	PARTNER	15.70	12,795.50
SCHULMAN, BRENDAN M.	SPEC COUNSEL	49.30	36,975.00
HAMERMAN, NATAN	ASSOCIATE	8.90	6,630.50
TAYLOR, JEFFREY	ASSOCIATE	0.80	596.00
SIEGEL, CRAIG L	ASSOCIATE	1.20	894.00
WARSHALL-KATZ, ARIELLE	ASSOCIATE	187.00	130,900.00
LEVINE, ADINA C	ASSOCIATE	157.50	107,887.50
ZIDE, STEPHEN	ASSOCIATE	12.60	9,072.00
SHIFER, JOSEPH A	ASSOCIATE	14.60	9,782.00
DANIELS, ELAN	ASSOCIATE	0.70	490.00
CHO, DANNIE	ASSOCIATE	255.60	162,306.00
COLEMAN, KRISTEN A	ASSOCIATE	122.00	77,470.00
MELLIN, MICHAEL	ASSOCIATE	185.20	117,602.00
BLABEY, DAVID E	ASSOCIATE	135.90	97,848.00
NEUNDER, LISA	ASSOCIATE	126.60	41,778.00
ZIEGLER, MATTHEW C	ASSOCIATE	11.80	6,431.00
RINGER, RACHAEL L	ASSOCIATE	2.70	1,471.50
MILLER, ASHLEY S	ASSOCIATE	192.00	114,240.00
DUNLAP, JEFFREY	ASSOCIATE	157.00	85,565.00
MIRVIS, DORI Y	ASSOCIATE	1.80	873.00
ALLARD, NATHANIEL	ASSOCIATE	24.60	10,209.00
STACKPOOLE, ANNE	PARALEGAL	140.30	41,388.50

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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ALMEDA, DOMINADOR E	PARALEGAL	14.50	4,277.50
SHAIN, ALIYA	PARALEGAL	4.10	1,168.50
YAN, HENRY X	PARALEGAL	24.00	6,840.00
PHILLIP, RENEE	PARALEGAL	<u>7.50</u>	<u>2,212.50</u>
TOTAL		<u>2,412.00</u>	<u>\$1,584,294.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	ROCHON, JENNIFER	Meeting/call with N. Simon, P. Bentley and A. Katz regarding RMBS issues (.9); emails with A. Katz regarding Ally discovery dispute (.3).	1.20	948.00
10/01/12	SIMON, NORMAN	Call with J. Rochon, P. Bentley, A. Katz re: RMBS discovery.	0.90	711.00
10/01/12	MILLER, ASHLEY S	Review documents received from Morrison Foerster on September 29 re: RMBS issues.	6.30	3,748.50
10/01/12	PETTIT, LAURENCE	Review Fannie Mae sale objection regarding severability (0.5); review further assignment and assumption agreements regarding scope of reps and warranties (0.8); meet with G. Liu re objections to RMBS Settlement (0.4).	1.70	1,428.00
10/01/12	COLEMAN, KRISTEN A	Discussions with A. Stackpoole re document productions and database (1); review debtors' document productions re: RMBS 9019 Motion (3.6); draft letter to Debtors re production deficiencies (2.4); multiple discussions with P. Kaufman (.7) and emails to P. Bentley (.7) re same; email discussions with D. Mannal, B. Schulman re metadata and e-discovery issues (.9).	9.30	5,905.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	KAUFMAN, PHILIP	Outlining of issues re: same (2.0); analyze discovery issues with Debtors' productions (1.3); telephone conferences and e-mails with Committee members counsel re: discovery issues and strategy (1.8); e-mails with Debtors' counsel re: discovery issues (.7); meet with D. Mannal re RMBS discovery issues (.8); disc. With A. Katz and P. Bentley re production deficiencies (.7); discussions with K. Coleman re: productions (.7).	8.00	7,520.00
10/01/12	BENTLEY, PHILIP	Review RMBS discovery and scheduling disputes re: same (1.0); prepare letter to MoFo re same (1.0); analysis of RMBS documents re: issues with proposed settlement (1.6); conf with A. Katz and P. Kaufman re production deficiencies (.7); call with N. Simon, J. Rochon, A. Katz re RMBS (.9).	5.20	4,498.00
10/01/12	SCHULMAN, BRENDAN M.	Email from P. Bentley with letter re: RMBS production deficiencies (0.3); read responsive letter and reply (0.2); email from D. Mannal re search terms (0.1); emails from and to A. Stackpoole re production and data issues (0.4).	1.00	750.00
10/01/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman re discovery and scheduling issues.	0.40	356.00
10/01/12	MANNAL, DOUGLAS	Analyze to RMBS discovery issues (2.7); meet with P. Kaufman re same (.8)	3.50	2,765.00
10/01/12	LIU, GILBERT	Confer w/ L. Pettit re: RMBS Settlement (0.4); emails w/ L. Pettit re: AAs and PSAs (.3).	0.70	570.50
10/01/12	STACKPOOLE, ANNE	Communications with litigation technical support regarding directives for database imports in preparation for attorney review (.9); emails to A. Katz re: same (.3).	1.20	354.00
10/01/12	STACKPOOLE, ANNE	Discussions with K. Coleman re: document productions database (1.0); emails with K. Coleman re: same (.2)	1.20	354.00
10/01/12	STACKPOOLE, ANNE	Draft a memo summarizing deficiencies in MoFo/Debtors productions.	1.40	413.00
10/01/12	STACKPOOLE, ANNE	Draft an index of recent document productions in preparation for court conference.	0.50	147.50
10/01/12	STACKPOOLE, ANNE	Analysis of Ally settlement communications log for purposes of isolating documents not previously imported into Kramer Levin database.	2.00	590.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	CHO, DANNIE	Analyze debtor documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (3.0) summarize findings re: same (1.5); analyze potential witness involvement (2.0) synthesize witness themes and relevant materials (2.0).	8.50	5,397.50
10/01/12	WARSHALL-KATZ, ARIELLE	Emails with A. Stackpoole re document productions and database (.4); review debtors' document productions re: RMBS settlement (2.1); draft letter to Debtors re production deficiencies (1.5); discussion with P. Bentley and P. Kaufman re: production deficiencies (.7); multiple emails with D. Cho, M. Mellin, A. Levine re depositions and next steps (1.8); multiple emails with P. Kaufman re: production deficiencies (.8); call with N. Simon, J. Rochon and P. Bentley re: RMBS discussions (.9).	9.30	6,510.00
10/01/12	MELLIN, MICHAEL	Review and analysis of documents re: proposed RMBS settlement (3.0) draft chronology re: same (2.0); draft emails to A. Katz and A. Levine re: same (1.5).	6.50	4,127.50
10/01/12	SIEGEL, CRAIG L	Correspondence with A. Katz re issues with RMBS (.1)	0.10	74.50
10/02/12	DUNLAP, JEFFREY	Meeting with J. Trachtman, P. Bentley, A. Katz, K. Coleman, M. Mellin, A. Miller, D. Cho, A. Stackpoole re: deposition strategy (1.1); Assemble documents for witness binder (2.1); emails re: prior depositions of Puntus and Whitlinger with A. Stackpoole (.3); emails with K. Coleman, A. Stackpoole, M. Mellin re: deposition prep (.4); review expert deposition overview (.4); call with Debtors' counsel and A. Katz, P. Bentley, and P. Kaufman re discovery disputes (1.5).	5.80	3,161.00
10/02/12	MILLER, ASHLEY S	Meeting with A. Katz, D. Cho, K. Coleman, J. Trachtman, M. Mellin, A. Stackpoole re deposition strategy (1.1); review documents received from MoFo re: proposed settlement (6.4)	7.50	4,462.50
10/02/12	PETTIT, LAURENCE	Review articles re: RMBS (0.8); emails re put-back issues with G. Liu (0.3).	1.10	924.00
10/02/12	ZIDE, STEPHEN	Review emails from P. Bentley re status of RMBS discovery issues.	0.30	216.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	KAUFMAN, PHILIP	Call with Debtors' counsel and J. Dunlap, P. Bentley, B. Schulman and A. Katz re discovery disputes (1.5); follow up emails with P. Bentley, D. Mannal, A. Levine and A. Katz re same (.7); disc. with A. Katz re discovery issues (1.0); telephone conferences with Jones Day, Cadwalader, and Cleary re: discovery issues and strategy (3.6); e-mails with A. Levine and A. Katz re: discovery and strategy (.3); continue review of relevant documents in preparation for depositions (2.4)	9.50	8,930.00
10/02/12	LEVINE, ADINA C	Review of meet and confer letter, review of deposition schedule (.5); e-mails with K. Coleman, M. Mellin, J. Dunlap re: RMBS meeting (.5); e-mails with K. Eckstein re: RMBS meeting, e-mail from A. Katz re: same (.3).	1.30	890.50
10/02/12	COLEMAN, KRISTEN A	Meeting with A. Katz, J. Dunlap, P. Bentley, M. Mellin, A. Miller, D. Cho, A. Stackpoole re: deposition strategy (1.1); review of board materials produced in 9019 discovery re: RMBS settlement issues (2.4); analyze documents produced by Debtors for analysis of proposed RMBS Settlement (3.4); collect and analyze documents for T. Marano deposition (3.9).	10.80	6,858.00
10/02/12	ECKSTEIN, KENNETH H.	Review correspondence re RMBS litigation for discovery (.3); call with P. Bentley and D. Mannal re RMBS issues (.9).	1.20	1,188.00
10/02/12	BENTLEY, PHILIP	Call with MoFo, J. Dunlap, P. Kaufman, B. Schulman and A. Katz to negotiate discovery disputes (1.5), follow -up meeting with A. Katz, J. Dunlap, P. Bentley, M. Mellin, A. Miller, D. Cho, A. Stackpoole and J. Trachtman re: deposition strategies (1.1), and review issues re same (1.2); review expert issues (1.7), and conf G. Horowitz re same (0.8); conf call with K. Eckstein and D. Mannal re RMBS issues (0.9)	7.20	6,228.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	SCHULMAN, BRENDAN M.	Email communications with A. Stackpoole re e-discovery production issues (1.0); emails to D. Mannal re search terms (0.3); email J. Levitt re custodian collection method and telephone discussion re same (0.4); email P. Bentley re custodian collection issues (0.2); email D. Mannal re search terms and strategy (0.3); email A. Katz re expert witness document production (0.1); meeting with K. Coleman, J. Trachtman, A. Stackpoole, P. Bentley, M. Mellin, A. Katz, D. Cho, A. Miller re deposition strategy (1.1); calls with MoFo and P. Bentley, A. Katz, J. Dunlap and P. Kaufman re discovery disputes (1.5).	4.90	3,675.00
10/02/12	TRACHTMAN, JEFFREY S.	Attend deposition strategy meeting with A. Katz, D. Cho, A. Miller, K. Coleman, P. Bentley, M. Mellin and K. Coleman (1.1), emails to K. Eckstein, D. Mannal, P. Bentley, re same (1.7); review RMBS pleadings and declarations (1.4), emails with K. Eckstein, P. Bentley, A. Levine re staffing and drafting of brief (1.1).	5.30	4,717.00
10/02/12	HOROWITZ, GREGORY A.	Confer with P. Bentley re RMBS expert issues.	0.80	692.00
10/02/12	MANNAL, DOUGLAS	Attend meet and confer with MoFo, J. Dunlap, P. Kaufman, B. Schulman and A. Katz re RMBS discovery (1.5); attend objectors' meeting re RMBS (3.6); review "hot docs" identified in connection with RMBS discovery (.2); call with P. Bentley and K. Eckstein re RMBS issues (.9).	6.20	4,898.00
10/02/12	DANIELS, ELAN	Review prior RMBS cases for precedent and email correspondence to P. Bentley regarding same.	0.70	490.00
10/02/12	STACKPOOLE, ANNE	Email communications with A. Levine, B. Schulman, A. Katz regarding deficiencies in Debtors productions in preparation for call with Debtors counsel.	1.60	472.00
10/02/12	STACKPOOLE, ANNE	Analysis of supplemental Gibbs & Bruns production log for purposes of identifying new documents not previously identified as settlement discussions.	2.20	649.00
10/02/12	STACKPOOLE, ANNE	Update production log.	0.50	147.50

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10/02/12	STACKPOOLE, ANNE	Emails with A. Katz regarding directives for clawback of MoFo produced documents (.6)	0.60	177.00
10/02/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of T. Marano.	1.60	472.00
10/02/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of T. Devine (1.5); deposition strategy meeting with A. Katz, K. Coleman, A. Miller, M. Mellin, D. Cho, P. Bentley and J. Trachtman (1.1).	2.60	767.00
10/02/12	CHO, DANNIE	Analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (2.7) summarize findings re: same (2.0); analyze potential witness involvement and synthesize witness themes and relevant materials (4.5); meeting re deposition strategy with A. Katz, J. Dunlap, K. Coleman, and RMBS team (1.1); draft summary of MBIA and FGIC prior litigation claims (2.4).	12.70	8,064.50
10/02/12	WARSHALL-KATZ, ARIELLE	Attend meeting with J. Dunlap, J. Trachtman, P. Bentley, M. Mellin, A. Miller, D. Cho, A. Stackpoole re: deposition strategy (1.1); prepare for (1.5) and participate in (1.5) meet and confer call with debtors and P. Kaufman, J. Dunlap, P. Bentley, B. Schulman and A. Katz re outstanding discovery issues; draft letters to MoFo & FTI/Centerview re production of documents (1.6); multiple discussions with P. Kaufman re discovery issues (1); multiple emails with debtors and Ally re discovery (.9); draft search terms for document production (1.4); emails to A. Stackpoole re: production (.4).	9.40	6,580.00
10/02/12	MELLIN, MICHAEL	Review documents re: proposed RMBS settlement (3.0) draft chronology re: same (1.0); draft emails to A. Levine and A. Katz re: same (.5); draft and revise summary re: RMBS litigation (3); draft emails re: same (3.2); meeting re deposition strategy with A. Katz, D. Cho, J. Trachtman, P. Bentley, J. Dunlap, A. Miller, A. Stackpoole and K. Coleman (1.1).	11.80	7,493.00
10/02/12	SHAIN, ALIYA	Draft notice of withdrawal for Standing motion.	0.40	114.00

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10/03/12	NEUNDER, LISA	Meeting with P. Bentley, J. Trachtman, A. Levine, and D. Blabey concerning brief (2.3) and research concerning notice (1.0).	3.30	1,089.00
10/03/12	ZIDE, STEPHEN	Discussions with RMBS Trustees and MoFo re pre-auction objections (.2); emails with L. Pettit re PSAs (.5).	0.70	504.00
10/03/12	MILLER, ASHLEY S	Review Ally and ResCap board minutes and materials.	7.00	4,165.00
10/03/12	PETTIT, LAURENCE	Review and respond to emails from S. Zide regarding loss allocation.	0.50	420.00
10/03/12	KAUFMAN, PHILIP	Telephone conferences with Debtors' counsel re: discovery issues (1.3); preparation for status conference on RMBS discovery issues (3.4); preparation for depositions (.4); e-mails with Committee members' counsel re: discovery issues (.7); meet with G. Horowitz re Renzi deposition (.6); emails with A. Katz re discovery issues and court conference prep (1.2); conf with P. Bentley, A. Katz, B. Schulman re discovery dispute (.8); meet with P. Bentley, B. Schulman, A. Katz, and A. Levine re RMBS status conference (.9).	9.30	8,742.00
10/03/12	COLEMAN, KRISTEN A	Document review and analysis re: proposed RMBS settlement (2.2); review produced board meeting materials for relevance re: same (1.2); review documents to prepare for T. Marano deposition (2.1); meeting with A. Levine re: scheduling (.5)	6.00	3,810.00
10/03/12	LEVINE, ADINA C	Meet with P. Bentley, J. Trachtman, D. Blabey, L. Neunder re RMBS brief (2.3); follow up emails to P. Bentley, J. Trachtman, D. Blabey, L. Neunder re same (.6); meet with K. Coleman re scheduling (.5); emails to S. Ford re ResCap board members (1.0); draft multiple emails with A. Katz re doc production, hearing, research (2.4); emails to K. Coleman re doc production (.6); draft outline of objection (2.1); meeting with P. Bentley, P. Kaufman and B. Schulman re hearing (.9).	10.40	7,124.00
10/03/12	ROCHON, JENNIFER	T/c w/A. Katz regarding RMBS discovery.	0.10	79.00

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10/03/12	BENTLEY, PHILIP	Review and analysis of relevant produced RMBS documents (.8); confs with J. Trachtman, A. Levine, D. Blabey, L. Neunder re brief (2.3); analyze discovery disputes and prep for status conference (1.0), and conf P. Kaufman, B. Schulman, A. Katz (0.8) and TC J. Hoff, I. Bagby (0.3) re same; meet with A. Katz and J. Dunlap re doc request (.9); meet with A. Katz, J. Dunlap and B. Schulman re same (.8); conf with P. Kaufman, B. Schulman, A. Levine re hearing (.9).	7.80	6,747.00
10/03/12	SCHULMAN, BRENDAN M.	Prep for (.8) and confer with P. Bentley, P. Kaufman, A. Katz re discovery dispute (.8); meet with P. Bentley and A. Levine re hearing (.9); discussions with A. Katz re discovery and search terms (1.0); draft outline for argument (2.2); emails from LTS re metadata and production (.5); draft language for folder designations (.7); review and respond to emails from debtors' counsel (1.2); Confer with A. Stackpoole re discovery related issues (1.2); meeting with A. Katz, J. Dunlap and P. Bentley re doc request (.8).	10.10	7,575.00
10/03/12	TRACHTMAN, JEFFREY S.	Meet with P. Bentley, A. Levine, L. Neunder, D. Blabey re RMBS brief (2.3), emails with K. Eckstein, P. Bentley, associates re brief outline and work plan (1.5)	3.80	3,382.00
10/03/12	HOROWITZ, GREGORY A.	Meet with P. Kaufman re Renzi deposition.	0.60	519.00
10/03/12	BLABEY, DAVID E	Review outline of objection to settlement approval motion and related emails (1.0); meet with J. Trachtman, P. Bentley, A. Levine, L. Neunder re brief (2.3); review motion and other background materials relevant to objection (4).	7.30	5,256.00
10/03/12	LIU, GILBERT	Review of letter to MoFo re: production issues (0.2); Review R. Ringer Update and DIP Amendment (0.2)	0.40	326.00
10/03/12	SHAIN, ALIYA	Locate and send Amended 9019 Motion to A. Levine.	0.50	142.50
10/03/12	STACKPOOLE, ANNE	Communications with B. Schulman re: discovery issues.	1.20	354.00

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10/03/12	STACKPOOLE, ANNE	Communications with Alix Partners and A. Katz regarding results of analysis and supplement of production omissions in preparation for the import into Kramer Levin databases.	1.40	413.00
10/03/12	STACKPOOLE, ANNE	Email communications regarding Debtor productions with B. Schulman, A. Levine, A. Katz and litigation technical support in preparation for court conference (1.2); draft summary index of recent Debtor productions in preparation for same (1.0)	2.20	649.00
10/03/12	STACKPOOLE, ANNE	Organize documents relating to FTI and Centerview for attorney review (2.4); organize board meeting minutes for attorney review (1.4).	3.80	1,121.00
10/03/12	CHO, DANNIE	Analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (4.8); analyze potential witness involvement and synthesize witness themes and relevant materials (2.5); analysis of MBIA and FGIC prior litigation claims (4.5).	11.80	7,493.00
10/03/12	DUNLAP, JEFFREY	Meeting with P. Bentley, A. Katz re: doc request (.9); meet with P. Bentley, B. Schulman, A. Katz re same (.8); assemble documents for P. Bentley re: experts (1.6); email dividing new production for review to P. Bentley (.3); review newly produced documents (3.1)	6.70	3,651.50
10/03/12	WARSHALL-KATZ, ARIELLE	Email communications with A. Stackpoole and AlixPartners re production omission (1.4); meet with P. Bentley and J. Dunlap re: doc request (.9); meet with B. Schulman, J. Dunlap and P. Bentley re same (.8); conf with P. Bentley, B. Schulman, P. Kaufman re discovery dispute (.8); t/c with J. Rochon re RMBS discovery (.1); t/c with Debtors re discovery issues (1.0); t/c with Kirkland re same (.8); draft talking points for RMBS court conference on discovery (2); multiple discussions with B. Schulman re e-discovery issues and search terms (1.0); discussion with MBIA re deposition (.8); review court transcripts (1.0); legal research re discovery issues (.6); draft letter to Debtors/Court re issues to raise at court conference (.6).	11.80	8,260.00

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10/03/12	MELLIN, MICHAEL	Review and analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (5.5); draft summary re: RMBS litigation (3.6); review and analysis of AFI filings (2.6).	11.70	7,429.50
10/03/12	SHAIN, ALIYA	Pull and circulate RMBS scheduling order (.2); circulate Lipps and Sillman declarations to R. Ringer (.4).	0.60	171.00
10/04/12	ZIDE, STEPHEN	Discussions with D. Mannal re RMBS status conference.	0.40	288.00
10/04/12	NEUNDER, LISA	Research concerning potential claims against AFI (4.5), draft summary of same (1.5).	6.00	1,980.00
10/04/12	LEVINE, ADINA C	Draft objection to facts section (5.1); multiple calls with A. Katz re strategy (1.0); discussions with A. Stackpoole re production (.3); review clawback request (.7); review meeting minutes and research re same (.7).	7.80	5,343.00
10/04/12	KAUFMAN, PHILIP	Draft numerous emails to B. Schulman, G. Horowitz and P. Bentley re conferences, strategy re: depositions (1.5); numerous telephone conferences and e-mails with Debtors' counsel, AFI counsel, and Committee members' counsel re: discovery issues, depositions, etc. (2.6); preparation for depositions (3.8); discussion with K. Eckstein and P. Bentley re ResCap/AFI discovery (.7); discussions with B. Schulman re discovery (.3).	5.40	5,076.00
10/04/12	BENTLEY, PHILIP	Discs w/ P. Kaufman, K. Eckstein re ResCap/AFI discovery (.7); trade emails with A. Katz re RMBS issues (.5); emails to J. Trachtman re scheduling, outline (.5).	1.70	1,470.50
10/04/12	SCHULMAN, BRENDAN M.	Emails with litigation support re data volume produced to KL team (0.2); email to D. Mannal re conference (0.1); email L. Neunder and D. Mannal re privilege (0.3); discussion P. Kaufman re discovery (0.3); discussions A. Katz re Ally search and production (0.7); draft email to Kirkland re Ally search terms (0.3); discussion MA office re Notice of Appearance (0.2); t/c with D. Mannal re search terms (.5).	2.60	1,950.00

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10/04/12	TRACHTMAN, JEFFREY S.	Multiple t/cs with D. Blabey re deposition schedules, outlines and other issues (1.0); emails to P. Kaufman re same (.3); emails to P. Bentley re same (.5); review outline and case law on RMBS damages issues (1.4).	3.20	2,848.00
10/04/12	HOROWITZ, GREGORY A.	Review waterfalls (.8); discussion w/ D. Mannal re same (.3); email C. Siegel re discovery issues, Fed R. B. discovery (.5); review case law and regulations re same (.8)	2.40	2,076.00
10/04/12	BLABEY, DAVID E	Research on estimation of claims including RMBS claims in particular in bankruptcy (8.2); discuss objection to settlement motion with K. Eckstein (.5); multiple t/cs with J. Trachtman re scheduling, outline (1.0).	9.70	6,984.00
10/04/12	HAMERMAN, NATAN	Draft outline for potential depositions (2.0); review documents in connection with same (.3).	2.30	1,713.50
10/04/12	STACKPOOLE, ANNE	Communications with A. Levine (.3) and litigation technical support (1.7) regarding directives for productions from Talcott, Junior Secured Creditors and Ally to be directed to Relativity and Kramer Levin internal databases	2.00	590.00
10/04/12	STACKPOOLE, ANNE	Review organizational charts and draft summaries of key players in preparation for attorney review.	3.40	1,003.00
10/04/12	STACKPOOLE, ANNE	Analysis of Ally identified documents in Debtor settlement communications logs.	1.40	413.00
10/04/12	STACKPOOLE, ANNE	Search multiple databases and review documents for purposes of identifying expert presentations in preparation for attorney review.	3.30	973.50
10/04/12	STACKPOOLE, ANNE	Organize documents for attorney review in preparation for contesting of documents subject to MoFo clawback.	0.70	206.50
10/04/12	STACKPOOLE, ANNE	Document/file management of court documents and correspondences.	0.70	206.50
10/04/12	CHO, DANNIE	Analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (4.8); analyze potential witness involvement and synthesize witness themes and relevant materials (5.0); discussion with C. Siegel and K. Coleman regarding witness deposition (1.1)	10.90	6,921.50

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10/04/12	COLEMAN, KRISTEN A	Call with M. Mellin and J. Dunlap re: scheduling (.5), review documents and board presentation (.5), edit chart re: overlapping board positions (1.1), document review re: issues with proposed RMBS settlement (1.1); call with C. Siegel and D. Cho re witness deposition (1.1).	4.30	2,730.50
10/04/12	MANNAL, DOUGLAS	Review and comment on talking points for RMBS discovery conference (.4); TCF with B. Schulman re search terms (.5); revise same (1.1); review hot docs identified in connection with RMBS discovery (.7); discussions with S. Zide re RMBS conference (.4); discussions with G. Horowitz re waterfall (.3).	3.40	2,686.00
10/04/12	DUNLAP, JEFFREY	Review MoFo production (5.6); emails to A. Katz and A. Levine re: same (.4); call with K. Coleman and M. Mellin re scheduling (.5).	6.50	3,542.50
10/04/12	WARSHALL-KATZ, ARIELLE	Review discovery documents re: RMBS issues and analysis (1.1); multiple calls with A. Levine re strategy (1); multiple emails with B. Schulman and D. Mannal re metadata and search terms (1); review emails with MoFo and K&E re discovery (.5); multiple emails with J. Dunlap and P. Kaufman re deposition outlines and doc review (.3); multiple emails with P. Bentley re RMBS issues (.5); discussion with B. Schulman re Ally search and production (.7).	5.10	3,570.00
10/04/12	MELLIN, MICHAEL	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (4.5); draft emails to A. Katz and A. Levine re: same (.7); call with K. Coleman and J. Dunlap re scheduling (.5).	5.70	3,619.50
10/04/12	ECKSTEIN, KENNETH H.	Call with P. Kaufman, P. Bentley re ResCap/AFI discovery.	0.70	693.00
10/04/12	ECKSTEIN, KENNETH H.	Prep for RMBS status conference (.3); disc objection to settlement motion with D. Blabey (.5).	0.80	792.00
10/04/12	SIEGEL, CRAIG L	T/C with K. Coleman and D. Cho re: witness deposition.	1.10	819.50
10/04/12	RINGER, RACHAEL L	E-mails with P. Kaufman and A. Katz re: notice of withdrawal of motion to compel (.3), review draft of same (.1).	0.40	218.00

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10/05/12	MIRVIS, DORI Y	Research re: standing issues (.9); Revise summary chart re: same (.9)	1.80	873.00
10/05/12	MILLER, ASHLEY S	Review Ally board minutes and materials re: proposed RMBS settlement (4.3); review new documents produced by Morrison Foerster re: same 1 (3)	7.30	4,343.50
10/05/12	KAUFMAN, PHILIP	Review transcript of 10/4 hearing (.7); numerous telephone conferences and e-mails with Committee members' counsel and Debtors' counsel re: same (2.9); analyze documents for RMBS status conference (3.3); multiple emails re deposition and scheduling with J. Trachtman and A. Katz (.6); review of documents in preparation for depositions (3.8).	9.30	8,742.00
10/05/12	PETTIT, LAURENCE	Review October 4 hearing transcript re: put-back claims and J. Dunlap (0.9); conference call with P. Bentley and experts regarding put-back claims and 9019 Motion (2.2); follow up call with P. Bentley re same (.6).	3.70	3,108.00
10/05/12	BENTLEY, PHILIP	Analysis of legal issues w/ proposed RMBS settlement (.5); conf call with experts and L. Pettit and J. Dunlap re 9019 motion and putback claims (2.2), and discs L. Pettit (.6) and L. Parsons (0.3), re same; confs with D. Blabey re RMBS research (.4).	4.00	3,460.00
10/05/12	LEVINE, ADINA C	Emails re search terms with B. Schulman, D. Clark and J. Levitt (1.0); draft objection facts section (1.3); further drafting of objection fact section (3.2); emails and t/cs with J. Trachtman, K. Eckstein, D. Blabey re scheduling, legal issues (.8); causation research and review 9019 motion (.7).	7.00	4,795.00
10/05/12	SCHULMAN, BRENDAN M.	Compile draft search terms (1.9); email from D. Mannal re search terms (0.1); emails with M. Mellin, K. Coleman and J. Dunlap re search terms (0.2); email proposed search terms to Debtors' counsel (0.3); emails with A. Stackpoole re metadata issues (0.4); emails/discussions with A. Katz re search terms (.7).	3.60	2,700.00
10/05/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, A. Levine, D. Blabey, P. Kaufman re schedule, legal issues (.8).	0.80	712.00
10/05/12	MANNAL, DOUGLAS	O/c with K. Eckstein re RMBS discovery (.4).	0.40	316.00

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10/05/12	BLABEY, DAVID E	Research re: potential issues with RMBS settlement (1); review memos and cases on damages (2.7); research on arm's length settlements (2.2) and discuss research re same with P. Bentley (.4).	6.50	4,680.00
10/05/12	LIU, GILBERT	Review of K. Patrick Declaration (0.5); Review of Verified Statement of Gibbs and Bruns (0.2)	0.70	570.50
10/05/12	ZIDE, STEPHEN	Emails with R. Ringer and P. Bentley re RMBS motion (.2). Emails with MoFo and expert re data room issues (.2).	0.40	288.00
10/05/12	ECKSTEIN, KENNETH H.	Emails with D. Mannal re RMBS issues (.3); call with G. Lee re same (.5); review legal issues re: same (.4).	1.20	1,188.00
10/05/12	STACKPOOLE, ANNE	Organize documents pertaining to Lipps and BOA in preparation for upcoming depositions (2.7); organize expert presentation materials for attorney review (.8); organize board meeting materials for attorney review (.7)	4.20	1,239.00
10/05/12	STACKPOOLE, ANNE	Emails with B. Schulman (.4) and litigation technical support (.4) regarding metadata errors in MoFo production.	0.80	236.00
10/05/12	CHO, DANNIE	Analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (4.0) summarize findings re: same (1.5); synthesize witness themes (2.5) draft witness outlines (2.5) prepare witness deposition materials (1.0).	11.50	7,302.50
10/05/12	DUNLAP, JEFFREY	Assemble responsive documents for expert binder (1.4); email to B. Schulman re: responsive search terms (.2); attend part of phone conference with experts, L. Pettit and P. Bentley (1.0); draft common interest agreement (1.9); review new RMBS production (2.5)	7.00	3,815.00
10/05/12	RINGER, RACHAEL L	Review and coordinate filing of notice of withdrawal of motion to compel.	0.50	272.50
10/05/12	WARSHALL-KATZ, ARIELLE	Emails to P. Bentley, P. Kaufman, D. Mannal and A. Levine re 9019 motion (.8); emails with B. Schulman re search terms (.7); e-mails with R. Ringer re: withdrawal of motion to compel (.6); draft letters to debtors/Ally re discovery issues (2.3); draft summaries re discovery issues (2.8).	7.20	5,040.00

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10/05/12	MELLIN, MICHAEL	Review and analysis of potential search terms for RMBS discovery (.4); draft email re: same (.2); analyze documents from previous 9019 discovery productions for issues with proposed RMBS Settlement (3.2).	3.80	2,413.00
10/05/12	SHAIN, ALIYA	File notice of withdrawal re: motion to compel.	0.40	114.00
10/05/12	ECKSTEIN, KENNETH H.	Call with K. Patrick re RMBS and plan discovery (.8); follow-up with D. Mannal re same (.4).	1.20	1,188.00
10/06/12	BLABEY, DAVID E	Research on causation and damages issues as matter of contract law.	6.00	4,320.00
10/06/12	KAUFMAN, PHILIP	E-mails with P. Bentley and D. Mannal re: discovery issues, strategy, meet and confer with Debtors' counsel (1.2); emails with B. Schulman re search terms (.5); emails with R. Ringer, J. Trachtman, and P. Bentley re discovery issues, RMBS filing (.5).	2.20	2,068.00
10/06/12	BENTLEY, PHILIP	Prepare email to debtors re expert discovery issues, and trade emails re same (1.6); review recent RMBS filings, and trade emails with P. Kaufman, J. Trachtman re same (0.4).	2.00	1,730.00
10/06/12	LEVINE, ADINA C	E-mails with D. Mannal re: Junior Unsecured Noteholders response to RMBS (.2), e-mails with J. Trachtman and P. Bentley re: RMBS conference (.2).	0.40	274.00
10/06/12	SCHULMAN, BRENDAN M.	Emails P. Kaufman re search terms and related discovery issues (0.1); review debtors' proposed search terms (0.2); prepare and send response to J. Levitt re search terms (0.7); emails with P. Bentley re meet-and-confer (0.2).	1.20	900.00
10/06/12	TRACHTMAN, JEFFREY S.	Emails w/ R. Ringer, P. Bentley P. Kaufman, A. Levine re discovery issues (.5), review investor group brief in support of settlement (.8).	1.30	1,157.00
10/06/12	CHO, DANNIE	Analyze debtor and affiliate documents re: RMBS 9019 Motion (3.0); summarize findings (1.5).	4.50	2,857.50
10/07/12	MILLER, ASHLEY S	Review recent MoFo production (4); review Ally board minutes and materials (1)	5.00	2,975.00
10/07/12	NEUNDER, LISA	Research concerning potential claims against AFI.	2.30	759.00

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10/07/12	BLABEY, DAVID E	Call with P. Bentley, A. Levine, B. Schulman, D. Mannal and J. Trachtman and P. Kaufman re discovery and expert analysis (1.1); review emails re same (.2).	1.30	936.00
10/07/12	KAUFMAN, PHILIP	Call with P. Bentley, A. Levine, B. Schulman, D. Mannal and J. Trachtman re discovery/expert analysis (1.1); analyze discovery issues (2.3); telephone conference with Debtors' counsel, P. Bentley and B. Schulman re: discovery issues (1.1); e-mails with Committee members' counsel re: discovery and strategy (2.6).	7.10	6,674.00
10/07/12	BENTLEY, PHILIP	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.6); conf call with MoFo, P. Kaufman and B. Schulman re discovery issues (1.1); conf calls with A. Frankel, R. Epstein (1.8), and J. Trachtman, A. Levine (0.5) re RMBS developments. Call P. Kaufman, A. Levine, B. Schulman, D. Mannal and J. Trachtman re discovery/ expert analysis (1.1).	7.10	6,141.50
10/07/12	LEVINE, ADINA C	Preparation for call with P. Bentley and J. Trachtman (.3); call with P. Bentley and J. Trachtman re: brief (.5); call with P. Kaufman, P. Bentley, B. Schulman, D. Mannal and J. Trachtman re discovery/expert analysis (1.1).	1.90	1,301.50
10/07/12	SCHULMAN, BRENDAN M.	Prep for (.5) and attend meet-and-confer conference call with debtors, P. Bentley, A. Levine, D. Mannal and J. Trachtman (1.1); follow-up emails D. Mannal and P. Bentley re search terms (0.3); emails with A. Katz re Ally production range (0.2); prepare search term summary document and email same to D. Mannal (0.8); emails with A. Katz and A. Levine concerning privilege logs (0.5); email from K. Eckstein re conference call (0.1); join conference call with P. Kaufman, P. Bentley, A. Levine, D. Mannal and J. Trachtman re discovery issues (1.1); review new search term proposal from debtors (0.3); review D. Mannal's proposed search terms and provide comments re same (0.5).	5.40	4,050.00

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10/07/12	TRACHTMAN, JEFFREY S.	Call with A. Levine and P. Bentley re RMBS brief (.5); conference call with P. Kaufman, P. Bentley, B. Schulman, D. Mannal and A. Levine, re discovery and expert analysis (1.1).	1.60	1,424.00
10/07/12	MANNAL, DOUGLAS	Prep for (.3) and attend meet and confer with P. Kaufman, P. Bentley, B. Schulman, A. Levine, and J. Trachtman re discovery issues (1.1); email with P. Kaufman, P. Bentley, B. Schulman and A. Levine re same (.7); revise search terms (1.8); email with B. Schulman re same (.4)	4.30	3,397.00
10/07/12	MANNAL, DOUGLAS	Prep for (.6); attend conference call with P. Kaufman, P. Bentley, A. Levine and J. Trachtman re RMBS expert analysis and fact witness discovery (1.1); research BoA settlement re parent liability (.8); read Kathy Patrick R2019 and response to 9019 motion (1.3)	3.80	3,002.00
10/07/12	WARSHALL-KATZ, ARIELLE	Analyze debtors' and Ally's privilege logs (4); emails to D. Mannal re same (.5); research privilege issues in connection with same (1.2)	5.70	3,990.00
10/07/12	ZIDE, STEPHEN	Email P. Bentley re severability issues (.3); review research on same (.3).	0.60	432.00
10/07/12	CHO, DANNIE	Analyze documents produced by Debtors/AFI in 9019 discovery for analysis of proposed RMBS Settlement (4.5) and summarize findings (2.0).	6.50	4,127.50
10/07/12	STACKPOOLE, ANNE	Organize Ally redacted documents for attorney review.	2.00	590.00
10/07/12	MELLIN, MICHAEL	Review and analysis of documents (4.1); draft email to A. Katz re: same (.2).	4.30	2,730.50
10/08/12	ALLARD, NATHANIEL	Email w/ J. Trachtman and R. Ringer re: RMBS settlement (.2), email w/ D. Blabey and R. Ringer re: same (.2); research re: RMBS settlements (1.4)	1.80	747.00
10/08/12	ZIEGLER, MATTHEW C	Research re creditor support and arm's length Iridium factors.	4.70	2,561.50
10/08/12	BLABEY, DAVID E	Review Steering Committee statement in support of RMBS settlement (.6); research on causation and damages issues (8); review expert report on same (.4).	9.00	6,480.00

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10/08/12	PETTIT, LAURENCE	Call with P. Bentley regarding re-underwriting analysis (0.8); respond to email from A. Levine regarding RMBS certificates (0.5); review supplemental declaration of Gibbs and Bruns (0.9); call with J. Trachtman regarding RMBS agreements (0.2); research terms of RMBS agreements (2.0) and provide analysis to J. Trachtman via email (1.2).	5.60	4,704.00
10/08/12	BENTLEY, PHILIP	Discussions with MoFo re RMBS discovery and scheduling issues (1.7); correspondence re RMBS merits issues with G. Horowitz (.5), J. Trachtman (.9); review analysis re: same (1.1); comment on proposed revised scheduling order (1.8) multiple emails with MoFo re same (.6), emails w/ K. Eckstein re same (0.3); email discussion with J. Dunlap re privilege log (1.8); call with L. Pettit re underwriting analysis (.8).	9.50	8,217.50
10/08/12	NEUNDER, LISA	Research re: potential issues with RMBS Settlement (6) and draft related outline (2.6).	8.60	2,838.00
10/08/12	SCHULMAN, BRENDAN M.	Emails to D. Mannal re comments on revised search terms (0.8); email from B. Patrick re Ally document search (0.2); draft responses to Ally and ResCap proposed document search parameters (3.1); conference call with P. Kaufman, A. Katz, D. Mannal and Debtors' counsel re meet-and-confer on search terms, privilege log and related issues (0.9); follow up email disc with A. Katz, P. Kaufman, D. Mannal re search terms and related issues (1.4); email from Ally counsel re: same (0.2); emails to P. Kaufman re privilege issue (0.2); email D. Rains re search terms (0.2); draft proposed response to B. Patrick (0.9); emails with D. Mannal re same (0.1); revise and send email to B. Patrick (0.3).	8.30	6,225.00

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10/08/12	KAUFMAN, PHILIP	Analyze relevant documents in preparation for depositions (1.8) outline points re: same (2.0); telephone conferences with debtors' counsel (.8) and AFI's counsel (.5) re: same; conf call with B. Schulman, D. Mannal, A. Katz re search terms/related issues (.9); follow up emails with D. Mannal, A. Katz and B. Schulman re same (1.4); prep for (1.0) and attend (2.5) meet and confer with Debtors counsel re discovery.	10.90	10,246.00
10/08/12	TRACHTMAN, JEFFREY S.	Emails with P. Kaufman, P. Bentley, A. Katz, D. Mannal re draft discovery order and other procedural issues (1.2), review brief on RMBS issues (2.3), t/cs re research assignments with L. Neunder, D. Blabey, P. Bentley (.9); correspondence with L. Pettit re RMBS agreements (.2).	4.60	4,094.00
10/08/12	MILLER, ASHLEY S	Analyze newly produced documents from Debtors in 9019 discovery for analysis of proposed RMBS Settlement	1.70	1,011.50
10/08/12	MANNAL, DOUGLAS	Email proposed response to AFI re AFI discovery (.5); conf call with B. Schulman, A. Katz, P. Kaufman re search terms (.9); follow up email discussions with B. Schulman, A. Katz and P. Kaufman re same (1.4).	2.80	2,212.00
10/08/12	HOROWITZ, GREGORY A.	Email D. Mannal, P. Bentley re RMBS depositions.	0.50	432.50
10/08/12	CHO, DANNIE	Analyze witness deposition materials (4.5); analyze debtor and affiliate materials including but not limited to financial presentations, meeting minutes, settlement negotiations, and financial analysis (4.9).	9.40	5,969.00
10/08/12	DUNLAP, JEFFREY	Emails to P. Bentley re: privilege log (1.8); communications with S. Hasan re: expert materials (1.3); draft common interest agreement (1.1); email to G. Horowitz re: expert materials (.3); review new RMBS documents re: potential issues with RMBS Settlement (4.4)	8.90	4,850.50
10/08/12	STACKPOOLE, ANNE	Examine production logs from Debtor (1.8) and Examiner (1.0) for purposes of revising RMBS production log.	2.80	826.00
10/08/12	STACKPOOLE, ANNE	Create comparisons of Debtor privilege and redacted logs and supplemental logs.	2.20	649.00

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10/08/12	STACKPOOLE, ANNE	Organize Ally and ResCap board meeting minutes and materials for attorney review.	0.80	236.00
10/08/12	STACKPOOLE, ANNE	Draft summary to litigation technical support regarding problems with Ally and Debtor productions and plans for correcting same.	1.20	354.00
10/08/12	STACKPOOLE, ANNE	Draft index of work product collection of documents in preparation for A. Katz review.	3.20	944.00
10/08/12	RINGER, RACHAEL L	E-mails with A. Katz, A. Levine and A. Stackpoole re: privilege log and documents in dataroom (.4), review e-mails re: RMBS scheduling updates (.3)	0.70	381.50
10/08/12	WARSHALL-KATZ, ARIELLE	Prepare for (.6) and participate in (2.5) meet and confer with Debtors re privilege issues and e-discovery issues; draft summary outline re same (1.8); analysis of Debtors and AFI privilege logs (3.2); conf call with B. Schulman, D. Mannal, P. Kaufman re search terms and related issues (.9); emails with D. Mannal, P. Kaufman and B. Schulman to follow up re same (1.4).	10.40	7,280.00
10/08/12	MELLIN, MICHAEL	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.6); draft document chronology (4.5); revise same (1.5); review of privilege log (1.1); draft email to P. Bentley re: same (.5)	10.20	6,477.00
10/09/12	ZIEGLER, MATTHEW C	Research/review of case law re application of certain Iridium factors.	0.50	272.50
10/09/12	BLABEY, DAVID E	Review N. Allard summaries of RMBS cases (.2); exchange emails with N. Allard re same (.3); and discuss same with N. Allard (.2).	0.70	504.00
10/09/12	BLABEY, DAVID E	Extensive case law research on damages related to proposed RMBS Settlement.	9.10	6,552.00
10/09/12	LEVINE, ADINA C	E-mails with B. Schulman re: Ally/e-discovery issues (.5); review of draft letter to court re: same (.4); emails with K. Eckstein, P. Bentley, D. Mannal re hearing (.3); review of issues with discovery/production (.7).	1.90	1,301.50
10/09/12	NEUNDER, LISA	Research concerning privilege issues for RMBS production (3.6); call with L. Pettit re: statute of limitations (.6).	4.20	1,386.00

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10/09/12	PETTIT, LAURENCE	Call with L. Neunder re statute of limitations issues on the put-back claims (0.6); emails w/ J. Taylor regarding newly proposed servicing and subservicing agreements (0.3); conf with G. Liu re same (.2).	1.10	924.00
10/09/12	ALLARD, NATHANIEL	Research re: RMBS claims/settlements in bankruptcy (6.1); draft emails to D. Blabey & R. Ringer re same (1.2), t/c w/ D. Blabey re same (.2); emails w/ R. Ringer re: same (.2)	7.70	3,195.50
10/09/12	KAUFMAN, PHILIP	Draft (1.0) and revise (.9) letter to Court re: status and discovery issues; revision of proposed new scheduling order (1.7); numerous e-mails with committee members' counsel re: submission to court and scheduling order (1.2); telephone conferences with MoFo (.8), Kirkland (.8), Gibbs & Bruns (1.0) re: scheduling order and discovery issues; conf call with P. Bentley, A. Katz and D. Mannal re order/hearing (1.3); multiple discussions with A. Katz re letter to court (1.0); o/c with P. Bentley and D. Mannal re revised scheduling order (1.1); follow up e-mails with P. Bentley and D. Mannal re same (.8).	11.60	10,904.00
10/09/12	TRACHTMAN, JEFFREY S.	Emails, with P. Bentley, P. Kaufman, K. Eckstein, A. Katz, D. Mannal, D. Blabey on research issues (1.6), review memos and related research on RMBS damages issues (1.5).	3.10	2,759.00
10/09/12	BENTLEY, PHILIP	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (1.5); negotiations with MoFo, Kirkland, and Gibbs & Bruns over revised scheduling order and related discovery issues (1.7) and conf calls with Debtors/Investors re: same (0.8), conference calls with committee members re same (1.1), e-mails with R. Madden re: same (0.4) and D. Rains re: same (0.3); conference call with P. Kaufman and D. Mannal re scheduling order (1.3); o/c with D. Mannal and P. Kaufman re revised scheduling order (1.1); and follow up e-mails with D. Mannal and P. Kaufman re same (.8).	9.00	7,785.00
10/09/12	MILLER, ASHLEY S	Review Ally and ResCap board meeting minutes.	0.90	535.50

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10/09/12	MANNAL, DOUGLAS	TCF with B. Schulman re AFI search terms (.3); office conference with P. Bentley and P. Kaufman re same (1.1); follow-up e-mails with P. Bentley and P. Kaufman re same (.8); TCF with MoFo re same (.6); email with K. Eckstein re issues with order (.6); prep for (.4) and attend conference call with P. Bentley, A. Katz and P. Kaufman re same and upcoming hearing (1.3); review letter to Judge Glenn re: discovery issues (.1)	5.20	4,108.00
10/09/12	LIU, GILBERT	Review of Memorandum re: potential issues with proposed RMBS settlement (0.2); Confer w/ L. Pettit re: Memorandum (0.2); Review of emails re: 9019 hearing status (0.1); Review of correspondence re: servicing and subservicing agreements (0.2).	0.70	570.50
10/09/12	WARSHALL-KATZ, ARIELLE	Prepare for court conference re discovery (2.7); analyze privilege logs (2.8) ; draft talking points re discovery issues (1); draft letter to court re: same (.8); multiple discussions with P. Kaufman re same (1); discussions with A. Stackpoole re database (.7); t/c with P. Kaufman, P. Bentley, D Mannal re discovery and court conference (1.3); correspondence with A. Katz, M. Mellin and D. Cho re discovery issues (.9)	11.20	7,840.00
10/09/12	SHAIN, ALIYA	Emails with R. Ringer re: filing letter to court re: RMBS status (.5); prepare for filing (1.2); file and serve same (.5).	2.20	627.00
10/09/12	CHO, DANNIE	Analyze witness deposition materials (2.5); analyze debtor materials including financial presentations, board meeting minutes, settlement negotiations, financial analysis, and SEC public filings (4.7).	7.20	4,572.00
10/09/12	SCHULMAN, BRENDAN M.	Email from B. Patrick re Ally search terms (0.2); emails to D. Mannal re search terms and related issues (0.3); confer with N. Simon re discovery (0.1); discussion with D. Mannal re search terms (.3); review and send refined terms to B. Patrick (0.7); review draft letter to court and provide comments (0.3); emails from common interest group re court conference (0.2); gather relevant correspondence and prepare for hearing (1.3); emails with A. Levine re Ally/e-discovery issues (.5).	3.90	2,925.00

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10/09/12	DUNLAP, JEFFREY	Research re: common interest doctrine (4.8); draft memo re: common interest (5.1)	9.90	5,395.50
10/09/12	STACKPOOLE, ANNE	Communications with litigation technical support regarding plans for proceeding with Debtor and Ally productions (.7); discussion with A. Katz re: database (.7).	1.40	413.00
10/09/12	STACKPOOLE, ANNE	Telephone call with D. Krabill in litigation technical support regarding corrections to the Debtor email production.	0.50	147.50
10/09/12	STACKPOOLE, ANNE	Organize documents in preparation for attorney review in preparation for court hearing.	1.50	442.50
10/09/12	MELLIN, MICHAEL	Review and analysis of privilege log (.6); draft email to A. Katz and A. Levine re: same (.1); revise document chronology re: RMBS Settlement (3).	3.70	2,349.50
10/10/12	ZIEGLER, MATTHEW C	Further research re application of Iridium factors.	2.60	1,417.00
10/10/12	NEUNDER, LISA	Research concerning potential issues with proposed RMBS settlement (6) and privilege issues (3.3); t/c with A. Levine re RMBS settlement research (.5).	9.80	3,234.00
10/10/12	ALLARD, NATHANIEL	Research re: RMBS issues in bankruptcy (1.0), draft chart re: same (.8), draft email to D. Blabey & R. Ringer re: same (.2)	2.00	830.00
10/10/12	MILLER, ASHLEY S	Prep for (.3) and attend (1.0) meeting with A. Katz, D. Cho, J. Dunlap, M. Mellin and A. Levine to discuss depositions; review privilege logs from Morrison Foerster in preparation for meeting at Morrison Foerster (5.6).	6.90	4,105.50
10/10/12	KAUFMAN, PHILIP	Conferences and e-mails with Committee members' counsel re: discovery issues (.9); e-mails with Debtors' counsel and AFI's counsel re: discovery issues (.2); conf with B. Schulman re search term issues (.4); emails to B. Schulman re hearing (.5); meet with A. Levine re discovery strategy (.6).	2.60	2,444.00
10/10/12	BLABEY, DAVID E	Research on RMBS putback cases (1.6); draft memo on potential damages (4); research on specific performance (1.9).	7.50	5,400.00

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10/10/12	PETTIT, LAURENCE	Review Gibbs & Bruns brief (0.7); review issues relating to put-back claims as discussed with L. Neunder (0.8); call with P. Bentley re same (0.6).	2.10	1,764.00
10/10/12	ROCHON, JENNIFER	Meeting with N. Simon regarding RMBS coordination (.6); t/c with N. Simon regarding RMBS confidentiality issues (.5) t/c with A. Levine regarding RMBS confidentiality issues (.1).	1.20	948.00
10/10/12	LEVINE, ADINA C	Meeting with D. Cho, A. Miller, J. Dunlap, M. Mellin and A. Katz re deposition preparation (1.0); t/c with J. Rochon re confi issues (.1); gather relevant correspondence for RMBS status conference (1.8); draft talking points for discovery conference (1.8); emails to A. Stackpoole re privilege log (.5); meet with P. Kaufman re strategy (.6); t/c with L. Neunder re RMBS settlement research (.5).	6.30	4,315.50
10/10/12	WARSHALL-KATZ, ARIELLE	Meeting with D. Cho, A. Levine, A. Miller, J. Dunlap and M. Mellin re deposition preparation (1); multiple emails with A. Levine re same & debtors' privilege log (.6); t/c with MBIA counsel re privilege issues (.5); call with N. Simon re discovery issues (.4).	2.50	1,750.00
10/10/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, R. Ringer, D. Blabey re damages theories.	0.50	445.00
10/10/12	BENTLEY, PHILIP	Review pending RMBS discovery issues (2.5), and multiple emails with A. Levine, A. Katz and P. Kaufman re same (1.1); discs with L. Pettit re issues with proposed RMBS settlement (0.6) call with K. Eckstein re RMBS discovery and presentation (.8); call with N. Simon re discovery issues (.5).	5.50	4,757.50
10/10/12	ECKSTEIN, KENNETH H.	C/w P. Bentley re RMBS discovery and analysis, expert presentation (.8); review memo re update on legal issues (.9) comment on same (.5)	2.20	2,178.00
10/10/12	SIMON, NORMAN	Meeting with J. Rochon re: RMBS coordination (.6); Call with J. Rochon re: confidentiality issues (.5); emails with J. Rochon, A. Levine re: confidentiality (.5); Call with P. Bentley re discovery issues (.5); Call with A. Katz re: discovery issues (.4).	2.50	1,975.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/12	CHO, DANNIE	Analyze witness deposition materials (4.9); analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (4.9); meeting with A. Levine, A. Miller, J. Dunlap, M. Mellin and A. Katz discussing depositions. (1.0).	10.80	6,858.00
10/10/12	SCHULMAN, BRENDAN M.	Confer with P. Kaufman re search term issues (0.4); emails A. Levine and A. Katz re: same (0.3); emails to A. Levine re document productions (0.2); email P. Kaufman re hearing (0.1).	1.00	750.00
10/10/12	DUNLAP, JEFFREY	Team meeting with A. Levine, A. Katz, A. Miller, M. Mellin and D. Cho, re: deposition prep (1.0); review documents re: same (6.1); draft deposition outline (1.1)	8.20	4,469.00
10/10/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of Centerview witnesses.	2.20	649.00
10/10/12	STACKPOOLE, ANNE	Communications with litigation technical support and attorneys regarding RMBS discovery issues.	0.50	147.50
10/10/12	STACKPOOLE, ANNE	Communications with technical support regarding directives for import of Debtor, Examiner and Ally productions.	0.80	236.00
10/10/12	MELLIN, MICHAEL	Review and analysis of privilege logs (.5); analyze documents produced by Debtors in 9019 discovery for analysis of and issues with proposed RMBS Settlement (4.5); meeting with A. Levine, A. Katz, A. Miller, J. Dunlap and D. Cho re deposition (1.0).	6.00	3,810.00
10/11/12	WARSHALL-KATZ, ARIELLE	Prepare for (2.6) and attend (3.7) meeting with MoFo A. Miller and A. Levine re privilege log; t/c with FGIC counsel re same (.4); discussions with A. Levine re deposition prep (.5); discussions with A. Miller re redaction log (.4)	7.60	5,320.00
10/11/12	NEUNDER, LISA	Research re: potential issues with proposed RMBS Settlement (1.5), research testimony of counsel (1); review and analyze precedent concerning privilege issues (1.2) and research waiver of privilege (3.4).	7.10	2,343.00

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10/11/12	BLABEY, DAVID E	Research on specific performance (2); review N. Allard memo on other RMBS cases (.1); research on damages relating to RMBS settlement (2); draft memo of talking points on causation and damages in prep for meeting (5.2).	9.30	6,696.00
10/11/12	MILLER, ASHLEY S	Prep for (1.0) and meet with (3.7) attorneys at Morrison Foerster to review privilege log, with A. Levine and A. Katz; review documents relating to Centerview depositions (2.7); review redacted log produced by Morrison Foerster (1.2); disc. With A. Katz re redacted log (.4).	9.00	5,355.00
10/11/12	ALLARD, NATHANIEL	Research re: estimation of reserves (1.5), draft emails to D. Blabey & R. Ringer re: same (.9)	2.40	996.00
10/11/12	LEVINE, ADINA C	E-mail A. Miller re: privilege log (.3); review of Kathy Patrick brief (.5); meeting with MoFo, A. Miller and A. Katz re: privilege log (3.7); drafting talking points for Kathy Patrick meeting (1.6); conversation with A. Katz re: deposition prep (.5); review of research re: RMBS claims and e-mail to P. Bentley re: same (.7); drafting talking points for Kathy Patrick meeting (2.6).	9.90	6,781.50
10/11/12	PETTIT, LAURENCE	Call with P. Bentley re upcoming call with experts (0.2); conference call with P. Bentley and committee's RMBS experts (1.5); review tables of estimated losses circulated by R. Epstein (0.5); review P. Bentley case law re foreclosure (0.7); prepare and circulate analysis of same case to P. Bentley, K. Eckstein (1.7); emails with L. Neunder regarding statute of limitations issues (0.3); review talking points prepared by L. Neunder, A. Levine and D. Blabey regarding causation and statute of limitations issues (0.8); draft additions and correct lists of talking points re statute of limitations arguments and recirculate to P. Bentley by email (2.0).	7.70	6,468.00
10/11/12	TRACHTMAN, JEFFREY S.	Emails re: staffing, legal issues, preparations for meeting with P. Bentley, R. Ringer, A. Levine, N. Simon, K. Eckstein (1.2); read research memos on RMBS (1.5).	2.70	2,403.00

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10/11/12	BENTLEY, PHILIP	Review relevant documents produced in 9019 litigation to analyze proposed RMBS Settlement (1.0); prep call with L. Pettit re call with experts (.2); conf with L. Pettit and RMBS experts re: expert analysis (1.5); and with Moelis and Cadwalader re: same (1.0), and follow-up emails L. Pettit and experts re same (1.4)	5.10	4,411.50
10/11/12	ECKSTEIN, KENNETH H.	Call with J. Garrity re: RMBS issues (.3).	0.30	297.00
10/11/12	MANNAL, DOUGLAS	Email with B. Schulman re AFI discovery	0.30	237.00
10/11/12	KAUFMAN, PHILIP	Numerous e-mails with P. Bentley, D. Mannal, A. Katz, A. Levine, and K. Eckstein re: legal and factual issues, discovery notices, strategy (.9); telephone conferences with R. Wynne re: discovery and strategic issues (.8); e-mails with P. Bryan (K&E) re: discovery issues (.4); review of relevant documents in preparation for upcoming depositions (3.5), outlining talking points re: same (1.9)	7.50	7,050.00
10/11/12	LIU, GILBERT	Email responses to questions from A. Levine re: RMBS structure (0.2); email to L. Pettit re: excerpts from A. Levine memo (0.2).	0.40	326.00
10/11/12	CHO, DANNIE	Draft witness deposition outlines (4.0) prepare materials for same (2.5); analyze debtor and affiliate production re: proposed RMBS Settlement (2.5).	9.00	5,715.00
10/11/12	DUNLAP, JEFFREY	Emails to M. Mellin re: updating witness binders (.3); review new documents re: proposed RMBS settlement (7.5)	7.80	4,251.00
10/11/12	SCHULMAN, BRENDAN M.	Email from P. Kaufman re Rains discovery letter (0.2); review and comment on same (0.4); review proposed Ally search terms (0.9); send proposed strategy and approach to D. Mannal (0.6); email D. Mannal re Rule 26 standards (0.3); draft and send email to P. Bryan re modifications of search terms (0.5); email from S. Ford re Chadbourne depository and related issues (0.4); email with E. Ettari re near-duplicate issues (0.3).	3.60	2,700.00
10/11/12	STACKPOOLE, ANNE	Organize documents in preparation for the depositions of Centerview witnesses.	2.60	767.00
10/11/12	STACKPOOLE, ANNE	Organize redacted documents in preparation for attorney meeting with Debtors and joint-defense counsel.	3.20	944.00

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10/11/12	STACKPOOLE, ANNE	Communications with litigation technical support and Alix Partners regarding omissions in Debtor production and plans for proceeding with imports.	0.70	206.50
10/11/12	MELLIN, MICHAEL	Review and analyze documents produced by Debtors in 9019 discovery for analysis of proposed RMBS Settlement (4.1); draft emails to A. Levine and A. Katz re: same (2).	6.10	3,873.50
10/11/12	ECKSTEIN, KENNETH H.	Review RMBS legal memo (.8).	0.80	792.00
10/12/12	BLABEY, DAVID E	Review emails relating to causation (.5); call with P. Bentley and A. Levine and J. Dunlap re RMBS research follow up (.8); review briefing in other RMBS cases (2.5); review research re: same (2.9); review transcript of Court's comments on Iridium (.1); review recent opinions re: same (.2).	7.00	5,040.00
10/12/12	ALLARD, NATHANIEL	Research re settlements in bankruptcy (.6); review docket of cases re settlements (1.5); draft email to D. Blabey and R. Ringer re: same (.6)	2.70	1,120.50
10/12/12	NEUNDER, LISA	Meeting with P. Bentley, P. Kaufman, N. Simon, J. Trachtman, N. Haman, K. Denk, J. Dunlap, and A. Katz concerning updates to fact development (2.2), review outline and case law from same (3.9) and research foreclosure laws (3.0).	9.30	3,069.00
10/12/12	ROCHON, JENNIFER	Emails with P. Bentley regarding RMBS Confi issues.	0.10	79.00
10/12/12	COLEMAN, KRISTEN A	Emails with H. Yang and D. Cho re: updating deposition binders (.6); emails with A. Levine re: deposition outlines (.5)	1.10	698.50
10/12/12	MANNAL, DOUGLAS	TCF with A. Miller re CVP depositions (.3); review docs in prep for same (1.2); email with B. Schulman re search terms for AFI discovery (.2)	1.70	1,343.00
10/12/12	KAUFMAN, PHILIP	Prep for (.4) and attend meeting (2.2) with P. Bentley, N. Simon and KL team re MSR swap; continue preparation for depositions (3.8); telephone conferences with Committee members' counsel re: discovery issues (1.2); e-mails with P. Bryan re: discovery (.3); e-mails with A. Katz, P. Bentley re: discovery and strategy (1.7)	9.60	9,024.00

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10/12/12	BENTLEY, PHILIP	Analyze RMBS research re: proposed settlement (2.6); discs with K. Eckstein, D. Mannal (0.5), and conf call with D. Blabey, A. Levine, J. Dunlap (0.8), re same. Meet with N. Simon, J. Dunlap, A. Katz and J. Trachtman, P. Kaufman re MSR swap (2.2)	6.10	5,276.50
10/12/12	MILLER, ASHLEY S	Review redacted documents produced by Morrison Foerster in 9019 litigation for potential use in Puntus and Chopra depositions (4.5); draft outline for deposition of M. Puntus and K. Chopra (2.4); t/c with D. Mannal re CVP depositions (.3).	7.20	4,284.00
10/12/12	SIMON, NORMAN	Meeting with P. Bentley, A. Katz, J. Dunlap and J. Trachtman re: MSR Swap.	2.20	1,738.00
10/12/12	LEVINE, ADINA C	Research re RMBS analysis (.5); email from P. Kaufman re sample deposition outline (.5); conversation with P. Bentley, D. Blabey and A. Levine re RMBS issues (.8); review of BofA case summary and email to P Bentley and D. Blabey re same (.8).	2.60	1,781.00
10/12/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, A. Levine, D. Blabey, K. Eckstein re research issues and objection process (.8); review research memos re RMBS (.6); meeting with N. Simon, P. Bentley, and J. Dunlap and P. Kaufman re MSR swap (2.2).	3.60	3,204.00
10/12/12	YAN, HENRY X	Update and reorganize Whitlinger Outline Binder	2.90	826.50
10/12/12	YAN, HENRY X	Additional updates to Marano Witness Outline binder	0.90	256.50
10/12/12	CHO, DANNIE	Draft witness deposition materials (4.8); analyze debtor and affiliate materials including but not limited to financial presentations, meeting minutes, settlement negotiations, financial analysis, and public SEC filings (3.9).	8.70	5,524.50
10/12/12	DUNLAP, JEFFREY	Meeting with N. Simon, A. Katz, J. Trachtman, and P. Bentley re MSR swap (2.2); call with P. Bentley, D. Blabey and A. Levine re RMBS issues (.8); draft deposition outline (3.2), review documents for same (2.0)	8.20	4,469.00
10/12/12	SCHULMAN, BRENDAN M.	Email from P. Bryan re search term modifications.	0.20	150.00

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10/12/12	STACKPOOLE, ANNE	Review Debtor privilege/redacted logs in preparation for attorney meeting with Debtors and joint defense counsel.	1.60	472.00
10/12/12	STACKPOOLE, ANNE	Emails with litigation technical support in preparation for Debtor production imports into on-sight databases.	0.70	206.50
10/12/12	STACKPOOLE, ANNE	Organize electronic files of board meeting minutes and materials in preparation for attorney review.	1.20	354.00
10/12/12	WARSHALL-KATZ, ARIELLE	Prep for (1.4) and discuss (2.2) depositions with N. Simon P. Bentley, J. Dunlap, P. Kaufman and J. Trachtman re MSR swap; analysis of privilege issues and common interest cases (1.2); multiple emails with A. Levine and P. Bentley re deposition schedule and outlines (.8); multiple emails with debtors and Ally re discovery updates (1.5).	7.10	4,970.00
10/12/12	MELLIN, MICHAEL	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.5); coordinate review and analysis of FA documents (1).	3.50	2,222.50
10/12/12	ECKSTEIN, KENNETH H.	Prep for K. Patrick meeting (.5); review memos re case analysis, legal issues (.7); attend meeting with K. Patrick, B. Madden re RMBS settlement issues (1.8)	3.00	2,970.00
10/12/12	ZIDE, STEPHEN	Call with counsel to Freddie Mac re RMBS settlement (.5); follow up email with P. Bentley re same (.1).	0.60	432.00
10/12/12	TAYLOR, JEFFREY	Review RMBS settlement proposal (.8).	0.80	596.00
10/13/12	MILLER, ASHLEY S	Review redacted documents produced by Morrison Foerster for any discovery/production issues (4); draft outline for deposition of M. Puntus and K. Chopra (1.2)	5.20	3,094.00
10/13/12	KAUFMAN, PHILIP	Analyze documents in preparation for RMBS depositions (4.0), draft (2.0) and revise (1.6) outline for same.	7.60	7,144.00
10/13/12	DUNLAP, JEFFREY	Email to K. Coleman re summary of 10/12 meeting re: MSR swap.	0.30	163.50
10/14/12	MILLER, ASHLEY S	Review redacted RMBS documents produced by Morrison Foerster.	3.40	2,023.00
10/14/12	ZIDE, STEPHEN	Review revised scheduling order (.2).	0.20	144.00

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10/14/12	BLABEY, DAVID E	Review N. Allard summaries of resolutions in other cases.	0.40	288.00
10/14/12	ECKSTEIN, KENNETH H.	Review memo re RMBS analysis (1.2); review correspondence from Debtors re scheduling order (.4)	1.60	1,584.00
10/14/12	LIU, GILBERT	Review of 9019 Scheduling Order.	0.30	244.50
10/14/12	CHO, DANNIE	Analyze debtor produced materials re: proposed RMBS settlement issues.	4.00	2,540.00
10/15/12	BLABEY, DAVID E	Continue research on contract interpretation issues (2) and edit to RMBS outline re same (.8).	2.80	2,016.00
10/15/12	KAUFMAN, PHILIP	E-mails with P. Bentley and A. Levine re: discovery issues, strategic matters (.8); e-mails with Committee members' counsel re: depositions and other discovery matters (1.3); continue analysis of relevant documents in preparation for RMBS depositions (3.2); disc with A. Katz re privilege issues (.8); review privilege log (1.5) and review RMBS documents re: same (1.5).	9.10	8,554.00
10/15/12	NEUNDER, LISA	Research foreclosure laws (4.1), researching privilege issues (1.5) and prep for (.6) and attend (2.1) meeting with J. Dunlap, A. Miller, K. Coleman, M. Mellin re control presentation summary (2.1).	10.40	3,432.00
10/15/12	ZIDE, STEPHEN	Meet with P. Bentley and K. Eckstein re new RMBS scheduling order (.4); follow up calls to MoFo re same (.2); emails with P. Bentley re same (.3).	0.90	648.00
10/15/12	LEVINE, ADINA C	Review Ally privilege log (1.1); draft summary of open discovery issues (1.2); meet with Kirkland, A. Miller, and A. Katz to discuss privilege log (2.8); follow up discussion with A. Katz and A. Miller re same (1.2); draft summary of Kirkland meeting (.9).	7.20	4,932.00
10/15/12	BENTLEY, PHILIP	Analysis of potential issues with proposed RMBS settlement (1.6), analyze produced RMBS documents re: same (1.0) and meet with K. Eckstein, S. Zide re scheduling order (0.4); emails with P. Kaufman (0.5) and L. Neunder (0.3) re same; review and mark up Debtors' latest proposed scheduling order (2.3)	6.10	5,276.50

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10/15/12	MILLER, ASHLEY S	Review updates to log of withheld documents provided by Morrison Foerster (1.4); meet with attorneys at Kirkland and Ellis to discuss their privilege log, with A. Levine and A. Katz (2.8); follow up discussions with A. Katz and A. Levine re same (1.2); discussions with A. Katz re redacted log (.1); prep for (.7) and meet (2.1) with L. Neunder, J. Dunlap, K. Coleman and M. Mellin re control presentation summary.	8.30	4,938.50
10/15/12	WARSHALL-KATZ, ARIELLE	Prepare for (2.0) and attend (2.8) meeting with Kirkland, A. Miller and A. Levine re privilege log; multiple discussions with A. Levine and A. Miller re same (1.2); emails with A. Miller re redaction log (.4); further review of privilege log (1.0); discussions with P. Kaufman re privilege issues (.8); t/c with Cadwalader re same (.6).	8.80	6,160.00
10/15/12	CHO, DANNIE	Prepare RMBS witness deposition outlines and materials (4.5); analyze debtor and affiliate materials including but not limited to financial presentations, board meeting minutes, settlement negotiations, and financial analysis (4.9).	9.40	5,969.00
10/15/12	COLEMAN, KRISTEN A	Analyze documents produced in 9019 discovery for analysis of proposed RMBS Settlement (2.5), review updates to binders re: same (1.2), review board meeting materials (2.3), review key names for A. Miller (1.9), meeting re control presentation summary with J. Dunlap, M. Mellin and A. Miller (2.1)	10.00	6,350.00
10/15/12	DUNLAP, JEFFREY	Meeting with M. Mellin, K. Coleman, A. Miller, L. Neunder re: control presentation summary (2.1); emails with S. Hasan re: expert documents (.2); reviewed documents re: proposed RMBS settlement (4.5); draft deposition outline (3.1)	9.90	5,395.50
10/15/12	STACKPOOLE, ANNE	Communications with litigation technical support regarding plans for proceeding with Debtor productions.	1.20	354.00
10/15/12	STACKPOOLE, ANNE	Organize SEC filings in preparation for attorney review.	1.30	383.50

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10/15/12	MELLIN, MICHAEL	Draft and revise document chronology (5.8); review and analysis of tolling agreement clawback request, draft email re: same (3); meeting w/ J. Dunlap, K. Coleman, A. Miller, L. Neunder re: control presentation summary (2.1).	10.90	6,921.50
10/15/12	ECKSTEIN, KENNETH H.	O/c with P. Bentley and S. Zide re RMBS scheduling order.	0.40	396.00
10/16/12	NEUNDER, LISA	Updating foreclosure chart (2) and research concerning privilege issues (1.5).	3.50	1,155.00
10/16/12	ALLARD, NATHANIEL	Research case law re: RMBS settlements.	0.40	166.00
10/16/12	LEVINE, ADINA C	E-mails with P. Bentley re: Ally Meeting (.2) draft summary of Ally meeting (.4); e-mails with A. Miller and L. Neunder re: Ally privilege log (.3); call with P. Kaufman re: discovery issues (.3); review of M. Mellin summary re: hot docs (.5); e-mail to K. Eckstein and J. Trachtman re: Ally meeting(.3) e-mail to A. Katz and D. Cho re: draft summaries (.2); draft summary of open discovery issues and points for meeting tomorrow (2.7); draft objection (2.1); emails with P. Kaufman and A. Katz re: privilege logs (.2); meeting with P. Bentley, J. Dunlap and D. Blabey re: RMBS issues (.6); revisions to open discovery issues summary (1.6); e-mail to J. Dunlap re: Lipps deposition (.4); e-mail from M. Mellin re: 10-Q; e-mail from A. Katz and A. Stackpoole re: PEO (.2)	10.00	6,850.00
10/16/12	BENTLEY, PHILIP	Conf call with committee members re proposed revised scheduling order (1.0); prepare mark-up of same (.9); analyze RMBS documents re: analysis of RMBS settlement (1.7); conf call with experts re: same (1.8), conf D. Blabey, A. Levine, J. Dunlap re: same (0.6), and discs K. Eckstein, re same (.8)	6.80	5,882.00
10/16/12	PETTIT, LAURENCE	Emails with P. Bentley re foreclosures research and review chart prepared by L. Neunder (0.4); participate in conference call with committee's RMBS experts re: RMBS analysis (2.0); analyze documents re: PSAs (0.7).	3.10	2,604.00

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10/16/12	MILLER, ASHLEY S	Telephone conversation with Michael Dailey at Jones Day regarding issues with Morrison Foerster's privilege log (.5); review Ally and ResCap privilege logs provided by Kirkland and Ellis and Morrison and Foerster (5); review documents previously produced by Ally for emails with Tim Devine (4.1)	9.60	5,712.00
10/16/12	BLABEY, DAVID E	Review briefing from Bank of America settlement litigation.	1.30	936.00
10/16/12	BLABEY, DAVID E	Meet with P. Bentley, A. Levine and J. Dunlap re follow up research on RMBS issues.	0.60	432.00
10/16/12	HOROWITZ, GREGORY A.	Review Lipps and Nolan declarations.	2.60	2,249.00
10/16/12	KAUFMAN, PHILIP	Review memos on RMBS discovery issues (3.0); prepare for depositions of fact witnesses (3.6); t/c with Committee members counsel re: same (1.3); call with A. Levine re: discovery issues (.3).	8.20	7,708.00
10/16/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, R. Levine, D. Blabey re research on RMBS issues	0.70	623.00
10/16/12	YAN, HENRY X	Creation of Mack Witness Deposition binder for attorney review	4.10	1,168.50
10/16/12	YAN, HENRY X	Update Whitlinger binder with newly tagged "Whitlinger New" documents in Concordance	1.20	342.00
10/16/12	YAN, HENRY X	Insertion of Bates numbers in Whitlinger binder index.	0.20	57.00
10/16/12	CHO, DANNIE	Analyze witness deposition materials (4.5); analyze debtor and affiliate materials including but not limited to financial presentations, meeting minutes, settlement negotiations, financial analysis, and filings (2.0); analyze and summarize debtor 10-Ks and 10-Qs regarding potential loss estimates. (4.4); meet with M. Mellin re: AFI financial filings (.5).	11.40	7,239.00
10/16/12	COLEMAN, KRISTEN A	Draft Marano outline (5.5), review and analysis of RMBS documents in preparation for Marano deposition (2.3), review of RMBS chronology (.9), meeting with A. Stackpoole re: database organization (.5), review 10/16 email from K. Eckstein on key issues for depositions (.5)	9.70	6,159.50

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10/16/12	SCHULMAN, BRENDAN M.	Email from S. Martin re: discovery issues (0.1); email from D. Clark re revision of search terms (0.3); email with D. Mannal re search terms (0.2); draft and send email to D. Clark re search terms and sampling proposal (0.7).	1.30	975.00
10/16/12	DUNLAP, JEFFREY	Call with P. Bentley, A. Levine, D. Blabey re RMBS legal analysis, Ally issues (.6).	0.60	327.00
10/16/12	ZIDE, STEPHEN	Emails re RMBS cure claims with D. Mannal (.3); detailed email to P. Bentley re issues on same (.5); emails with P. Bentley, P. Kaufman and committee members re same (.4).	1.20	864.00
10/16/12	WARSHALL-KATZ, ARIELLE	Review privilege waiver research (.8); analysis re clawback issue (1); review of privilege logs re: discovery issues (5.2)	7.00	4,900.00
10/16/12	STACKPOOLE, ANNE	Organize documents in preparation for deposition of Marano (2.7); meet with K. Coleman re: database organization (.5).	3.20	944.00
10/16/12	STACKPOOLE, ANNE	Meet with M. Mellin regarding plans for proceeding with settlement communications chronology.	0.30	88.50
10/16/12	MELLIN, MICHAEL	Draft (6.0) and revise (6.6) document chronology; meet w/ D. Cho re: AFI financial filings (.5); meet with A. Stackpoole re: settlement chronology (.3)	13.40	8,509.00
10/16/12	ECKSTEIN, KENNETH H.	Discussions with P. Bentley re RMBS legal analysis, Ally issues.	0.80	792.00
10/17/12	ZIEGLER, MATTHEW C	Further research re: application of Iridium factors (2.8); draft memo summarizing Iridium research findings (0.8).	3.60	1,962.00
10/17/12	NEUNDER, LISA	Conduct research concerning privilege and fiduciary duty.	7.70	2,541.00
10/17/12	PETTIT, LAURENCE	Emails with S. Zide re: RMBS issues (0.3); review case law regarding put-backs following foreclosure (.5) discuss with G. Liu (.2); email to P. Bentley regarding review of PSAs to check put-back language in post-foreclosure context (0.2).	1.20	1,008.00

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10/17/12	MILLER, ASHLEY S	Prep for (.3) and attend (2.2) KL internal team meeting re discovery strategy with D. Mannal, P. Bentley, J. Dunlap, A. Katz, A. Levine, J. Trachtman, D. Blabey, M. Mellin, P. Kaufman, K. Coleman and A. Katz; review updated log of withheld documents produced by Morrison Foerster (2); review privilege logs produced by Kirkland and Morrison Foerster for possible documents with issues (3); draft outline for deposition of M. Puntus and K. Chopra (1.5)	9.00	5,355.00
10/17/12	BENTLEY, PHILIP	Review legal issues with RMBS settlement (2.0); team meeting with D. Mannal, J. Dunlap, A. Miller, A. Katz, M. Mellin, A. Levine, J. Trachtman, D. Blabey, P. Kaufman, K. Coleman and A. Katz; re discovery strategy (2.2); discs J. Levitt, D. Rains re scheduling order and related issues (1.7); confer with G. Horowitz re: Lipps and Nolan deposition (.3).	6.20	5,363.00
10/17/12	ZIDE, STEPHEN	Emails with P. Bentley and T. Goren re scheduling order.	0.50	360.00
10/17/12	MANNAL, DOUGLAS	Attend majority of team meeting with P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, M. Mellin, D. Blabey, P. Kaufman, K. Coleman and A. Katz re discovery strategy.	2.10	1,659.00
10/17/12	BLABEY, DAVID E	Research re: putback claims (6); prep for (.8) and attend (2.2) meeting with RMBS team D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, P. Kaufman, K. Coleman, M. Mellin and A. Katz re: discovery issues; review outline regarding issues with RMBS settlement amount (.1).	9.10	6,552.00
10/17/12	KAUFMAN, PHILIP	Review of draft outlines in preparation for fact witness depositions (3.8); prep for (.5) and attend (2.2) KL internal team meeting with D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, D. Blabey, D. Blabey, M. Mellin, K. Coleman and A. Katz, re discovery strategy; telephone conferences with Committee members' counsel re: same (1.2); e-mails with Debtor's counsel and Kirkland & Ellis re: same (.8).	8.50	7,990.00

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10/17/12	TRACHTMAN, JEFFREY S.	Attend portion of team meeting re: RMBS discovery with D. Mannal, J. Dunlap, A. Miller, A. Katz, A. Levine, D. Blabey, P. Kaufman, K. Coleman and A. Katz.	1.50	1,335.00
10/17/12	LIU, GILBERT	Confer w/ L. Pettit re: new case law re: putback claims (0.2); email with L. Pettit and P. Bentley re: PSAs and foreclosure issues (0.3)	0.50	407.50
10/17/12	COLEMAN, KRISTEN A	Prep for (1.0) and attend (2.2) KL team meeting with D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, D. Blabey, P. Kaufman, M. Mellin and A. Katz, re: discovery strategy; review documents re: issues with RMBS settlement (1.2); outline Marano deposition issues (1.2)	5.60	3,556.00
10/17/12	WARSHALL-KATZ, ARIELLE	Prep for (1.3) and attend (2.2) KL internal team meeting re discovery strategy with D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, D. Blabey, and P. Kaufman; analyze documents re: upcoming depositions (1); discussions with A. Levine re same (.8); analysis of privilege issues and common interest cases (2.0)	7.30	5,110.00
10/17/12	CHO, DANNIE	Draft witness deposition outlines (4.0); organize materials re: same (3.8) analyze debtor and affiliate materials including financial presentations, meeting minutes, settlement negotiations, financial analysis, and filings (2.5).	10.30	6,540.50
10/17/12	LEVINE, ADINA C	Attend KL internal team meeting re discovery strategy with D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, M. Mellin, J. Trachtman, D. Blabey and P. Kaufman (2.2); draft letter re open discovery issues (3.2); draft summary of and research privilege issues (1.0); draft notice of deposition (.7); draft themes for witness outlines (.5); review of Ally emails (.4) and deposition scheduling (.3); discussions with A. Katz re deposition prep (.8); emails to P. Bryan re privilege log and deposition (.3).	9.40	6,439.00
10/17/12	HOROWITZ, GREGORY A.	Confer w/ P. Bentley re Lipps and Nolan depositions (.3)	0.30	259.50

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10/17/12	DUNLAP, JEFFREY	Phone call with S. Hasan re: expert documents (.6); email to E. Gomez re: expert search (.3); email with K. Eckstein re: discovery issues (.3); draft deposition outline (5.7); internal team meeting with D. Mannal, P. Bentley, A. Miller, A. Katz, A. Levine, J. Trachtman, D. Blabey, M. Mellin and P. Kaufman re discovery strategy (2.2).	9.10	4,959.50
10/17/12	SCHULMAN, BRENDAN M.	Call from D. Clark re search terms and discovery burden (0.4); email re same to D. Mannal (0.1); email from A. Levine re summary of meet and confer (0.2);	0.70	525.00
10/17/12	STACKPOOLE, ANNE	Revise settlement communications chronology (4.6); review/collect documents in preparation for attorney meeting (3.0).	7.60	2,242.00
10/17/12	STACKPOOLE, ANNE	Communications with litigation technical support and Transperfect regarding document production in preparation for attorney meeting.	1.20	354.00
10/17/12	STACKPOOLE, ANNE	Review documents for purposes of identifying confidential designations in deposition outlines.	2.20	649.00
10/17/12	STACKPOOLE, ANNE	Comparison of privilege and redaction logs in preparation for attorney review.	1.70	501.50
10/17/12	MELLIN, MICHAEL	Draft and revise settlement chronology (3.9); attend KL internal team meeting with D. Mannal, P. Bentley, J. Dunlap, A. Miller, A. Katz, A. Levine, J. Trachtman, D. Blabey and P. Kaufman re discovery strategy (2.2).	6.10	3,873.50
10/18/12	ZIEGLER, MATTHEW C	Continue drafting memo re: Iridium research findings (0.4).	0.40	218.00
10/18/12	MILLER, ASHLEY S	Review objections to Morrison Foerster/ResCap's redacted privilege log provided by Jones Day (2); draft (4.0) and review (3.4) outline for deposition of M. Puntus and K. Chopra; further draft same (1.0).	10.40	6,188.00
10/18/12	PETTIT, LAURENCE	Meet with G. Liu to discuss recent case law (.3) and analyze same re: ResCap governing agreements (1.2).	1.50	1,260.00
10/18/12	NEUNDER, LISA	Research concerning privilege and waiver (4.0); further research re: same (4.0), correspond w/ A. Levine re: joint defense agreement (.7).	8.70	2,871.00

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10/18/12	ROCHON, JENNIFER	Email with A. Levine regarding Confidentiality Agreements.	0.10	79.00
10/18/12	MANNAL, DOUGLAS	Meet with K. Patrick, K. Eckstein, P. Bentley, P. Kaufman, N. Simon, S. Zide re RMBS settlement.	2.50	1,975.00
10/18/12	SIMON, NORMAN	Prepare for (.3) and Meet with K. Patrick, K. Eckstein, D. Mannal, P. Bentley, P. Kaufman, S. Zide re: RMBS issues (2.5).	2.80	2,212.00
10/18/12	BLABEY, DAVID E	Research re: classification of claims (3.3) and draft memo re same (1.3); attend portion of meeting with K. Patrick group (2.1) and exchange follow up emails with P. Bentley re same (.2).	6.90	4,968.00
10/18/12	LEVINE, ADINA C	Review of Chronology re: RMBS settlement (1.8); draft objection to RMBS 9019 Motion (2.9); emails to D. Mannal re: privilege (.3); email from P. Bryan and draft response re: same (.4), emails w/ A. Stackpoole re: same (.3); correspond w/ P. Bentley, P. Kaufman, N. Simon, S. Ford re: clawback request, confidential materials (.4); follow-up correspond w/ P. Kaufman, A. Katz re: clawback request (.5); draft letter to D. Clark (.5); research re: joint defense agreement (3.7), correspond w/, L. Neunder re: same (.7).	11.50	7,877.50
10/18/12	KAUFMAN, PHILIP	Meet with K. Patrick, R. Madden, K. Eckstein, D. Mannal, P. Bentley, N. Simon, S. Zide re: RMBS issues (2.5), follow-up correspondence re: same w/ K. Eckstein, S. Zide, P. Bentley, D. Mannal (.5); discussions w/ A. Katz re: clawback requests (1.0); emails w/ A. Levine re: joint defense agreement (.4); correspond with P. Bentley re: discovery, legal and strategic issues (1.0); continued preparation for fact witness depositions (3.8).	9.20	8,648.00
10/18/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, A. Levine, and D. Blabey re: research.	0.70	623.00
10/18/12	LIU, GILBERT	Review case law re: putback claims (0.6); Review recent case law (1.0); Confer w/L. Pettit re: same (0.3); emails w/D. Almeda re: review of 392 PSAs and AAs (0.4)	2.30	1,874.50

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10/18/12	BENTLEY, PHILIP	Analyze legal issues with RMBS settlement (1.4); meet with K. Patrick, R. Madden, K. Wofford, K. Eckstein, D. Mannal, P. Kaufman, N. Simon, S. Zide re: RMBS issues (2.5), correspondence with P. Kaufman re: discovery issues (1.0), conf calls with E. Winston (0.7), and Jones Day (0.3), re same; review and comment on proposed scheduling order (.5).	6.60	5,709.00
10/18/12	HAMERMAN, NATAN	Draft outline for potential upcoming deposition.	2.00	1,490.00
10/18/12	YAN, HENRY X	Sort expert documents stored in MoFo data room.	5.10	1,453.50
10/18/12	YAN, HENRY X	Cross-referencing cited documents in witness outlines with clawback list.	0.30	85.50
10/18/12	CHO, DANNIE	Draft witness deposition outlines (4.0), and further analyze and prepare materials re: same (3.5); analyze debtor and affiliate materials re: same (2.5).	10.00	6,350.00
10/18/12	DUNLAP, JEFFREY	Review Lipps declaration (1.2); emails with H. Yan re: experts (.4); review results from expert searches (.7); review produced Board Meeting minutes (1.6); draft deposition outline (7.4).	11.30	6,158.50
10/18/12	SCHULMAN, BRENDAN M.	Email from P. Bryan re privilege log.	0.10	75.00
10/18/12	WARSHALL-KATZ, ARIELLE	Multiple emails with A. Levine re tasks and case strategy (1.2); emails with A. Levine, S. Ford re debtors/AFI clawback request (1.9); emails with Ally re same (.5); emails with P. Kaufman re same (1); perform analysis re same (2.9); discussions re AFI/debtor joint defense agreement w/ A. Levine and L. Neunder (.4)	7.90	5,530.00
10/18/12	MELLIN, MICHAEL	Draft deposition outline (4.0); review and analyze documents re: same (3.5); further draft (4.0) and revise (2.5) deposition outline; draft emails re: same to A. Levine, A. Katz (.2).	14.20	9,017.00
10/18/12	STACKPOOLE, ANNE	Isolate names of individuals on Ally privilege/redacted logs in preparation for request for identification of same.	4.80	1,416.00

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10/18/12	STACKPOOLE, ANNE	Communications with litigation technical support and Transperfect regarding document productions in preparation for attorney meeting (1.2); communications with Alix Partners in preparation for production pertaining to Ally clawback documents (.6); communications with litigation technical support in preparation for electronic tagging (.5).	2.30	678.50
10/18/12	STACKPOOLE, ANNE	Draft memo to D. Krabill regarding problems with the Debtor production metadata and plans for proceeding with corrections to same.	0.70	206.50
10/18/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of M. Puntus.	2.20	649.00
10/18/12	STACKPOOLE, ANNE	Organize documents in preparation for A. Levine drafting letter to Debtors.	1.90	560.50
10/18/12	ZIDE, STEPHEN	Emails with P. Bentley and RMBS Trustees on RMBS Scheduling Order (.3). Participate in meeting with K. Patrick, K. Eckstein, D. Mannal, P. Bentley, P. Kaufman, N. Simon re 9019 motion (2.5); follow up correspondence with K. Eckstein and D. Mannal re same (.5).	3.30	2,376.00
10/18/12	ECKSTEIN, KENNETH H.	Meet with K. Patrick, K. Wofford, D. Mannal, P. Bentley, P. Kaufman, N. Simon, S. Zide re: RMBS issues (2.5); follow-up conversations w/ P. Kaufman, S. Zide re: same (.5)	3.00	2,970.00
10/19/12	ALMEDA, DOMINADOR E	Organize PSAs and AAs (3.8). discs w/ T. Koscal re: blacklining same (0.3). Communications w/ G. Liu re: same. (0.2).	4.30	1,268.50
10/19/12	BLABEY, DAVID E	Complete memo on legal issues with proposed RMBS settlement (1.5); research on specific performance remedies (3.5) and draft memo re same (1); discuss additional research on recent case law with P. Bentley (.2).	6.20	4,464.00
10/19/12	MILLER, ASHLEY S	Further draft and revise outline for deposition of M. Puntus and K. Chopra.	7.50	4,462.50
10/19/12	NEUNDER, LISA	Conduct research concerning inadvertent production claims.	5.40	1,782.00

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10/19/12	PETTIT, LAURENCE	Conference call with P. Bentley and RMBS experts re: expert reports (1.3). follow-up discussion w/ P. Bentley re: same (.5); confer with G. Liu regarding new recent case law (.5), follow-up correspondence w/ G. Liu and R. Rudder re: same (.6), confer w/ G. Liu on review process (.2).	3.10	2,604.00
10/19/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, D. Blabey, A. Levine re: RMBS research (.7); review research memos re: same (.9)	1.60	1,424.00
10/19/12	LEVINE, ADINA C	Discuss w/ B. Schulman re: privilege and clawback request (.3); discuss clawback requests w/ A. Katz (1.2); follow-up correspondence w/ P. Kaufman, A. Katz, L. Neunder, A. Miller re: same (.2); emails w/ J. Trachtman re: RMBS research (.3).	2.00	1,370.00
10/19/12	LIU, GILBERT	Confer w/ L. Pettit re: recent case law (.5), follow-up correspondence w/ L. Pettit and R. Rudder re: same (.3), draft memo re: same (.8); Confer w/D. Almeda re: review project (0.2); Confer w/Pettit re: review process (0.2).	2.00	1,630.00
10/19/12	COLEMAN, KRISTEN A	Draft deposition outline for T. Marano (4.2), review MSR outline (1.5).	5.70	3,619.50
10/19/12	BENTLEY, PHILIP	Analyze RMBS legal issues with settlement (1.0), and trade multiple emails re same w/ J. Trachtman, P. Kaufman, D. Blabey, A. Levine (.8); discuss new case law w/ D. Blabey (.2); conf calls with Cadwalader and Jones Day (1.6) and with, L. Pettit, A. Frankel, and R. Epstein re: RMBS issues (1.3), follow-up correspondence w/ L. Pettit re: same (.5).	5.40	4,671.00
10/19/12	KAUFMAN, PHILIP	Confer w/ G. Horowitz re: M. Puntus and K. Chopra depositions (.7); Correspond w/ A. Levine and A. Katz re: clawback requests (.6); emails w/ A. Levine re: depositions (.5); review RMBS issues (2.1), correspond w/ P. Bentley, A. Levine, A. Katz re: same (.9); correspond with J. Levitt re depositions (1.2); correspond with P. Bryan re Devine deposition (.7); correspond with Committee members' counsel re depositions, document analysis, strategic issues (2.3); prepare for depositions, including analysis of applicable docs (1.4).	9.50	8,930.00

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10/19/12	HAMERMAN, NATAN	Further revise on deposition outline (3.3); organize documents for same (0.8); emails w/ K. Denk re same (0.5).	4.60	3,427.00
10/19/12	YAN, HENRY X	Updates to Whitlinger and Mack witness outline binders for attorney review.	4.10	1,168.50
10/19/12	CHO, DANNIE	Draft deposition outlines (4.0) and analyze materials re: same (2.5); analyze debtor and affiliate materials (3.0).	9.50	6,032.50
10/19/12	HOROWITZ, GREGORY A.	Confer w/ P. Kaufman re Puntus & Chopra depositions, doc issues (.7); review discovery correspondence (.5)	1.20	1,038.00
10/19/12	DUNLAP, JEFFREY	Review Compensation/Reimbursement application for disclosures (.3); email to M. Hallman re: binders (.1); draft deposition outline (5.1).	5.50	2,997.50
10/19/12	SCHULMAN, BRENDAN M.	T/C with D. Mannal re: search terms (0.3); email to D. Clark re: compromise on proposed terms (0.3); discussion w/ A. Levine re: common interest privilege, waiver and clawback provisions (0.3); emails re: search terms w/ A. Katz (.1).	1.00	750.00
10/19/12	MANNAL, DOUGLAS	Revise search terms (.2); TCF with B. Schulman re same (.3)	0.50	395.00
10/19/12	WARSHALL-KATZ, ARIELLE	Discuss clawback requests w/ A. Levine (1.2), follow-up correspondence re: same w/ A. Levine, P. Kaufman, L. Neunder and A. Miller (.6); review research on common interest (1.1); review analysis of clawback documents (2.0); emails re search terms and e-discovery issues with B. Schulman (.2); emails with debtors and Ally re discovery issues (.2), t/c with counsel to MBIA re same (.5)	5.80	4,060.00
10/19/12	MELLIN, MICHAEL	Draft deposition outlines (5.8), revise same (4.0); correspondence re: same w/ A. Katz, A. Levine (.7), further drafting re: same (4.0).	14.50	9,207.50
10/19/12	STACKPOOLE, ANNE	Review documents in preparation for deposition of T. Devine (2.2); document production in preparation for same (1.5).	3.70	1,091.50
10/19/12	STACKPOOLE, ANNE	Organize legal research re: RMBS settlement (.6); organize court documents re: same (.3); organize correspondences re: same (.4); organize electronic document productions re: same (.3).	1.60	472.00

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10/19/12	STACKPOOLE, ANNE	Create comparisons between original and revised privilege logs received from Debtors and Ally.	2.00	590.00
10/19/12	ZIDE, STEPHEN	Emails with MoFo and Trustees re scheduling order (.4).	0.40	288.00
10/20/12	BLABEY, DAVID E	Research and review treatises on specific performance (3.2) and multiple emails with P. Bentley, P. Kaufman, A. Levine re same (.8).	4.00	2,880.00
10/20/12	ALLARD, NATHANIEL	Review debtors' second supplemental motion re: RMBS settlement (.4), emails w/ D. Blabey re same (.3)	0.70	290.50
10/20/12	ALLARD, NATHANIEL	Draft memo re: pending lawsuits against non-debtor affiliates.	1.50	622.50
10/20/12	LEVINE, ADINA C	Emails from D. Blabey re treatises on specific performance (.3); emails re: discovery issues, strategy with P. Kaufman, P. Bentley, D. Blabey (.4).	0.70	479.50
10/20/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus and K. Chopra.	3.80	2,261.00
10/20/12	BENTLEY, PHILIP	Analyze RMBS legal issues (2.0) and relevant documents identified through document review in connection with same (2.8), emails w/ P. Kaufman, A. Levine and D. Blabey re: same (.8).	5.60	4,844.00
10/20/12	KAUFMAN, PHILIP	Emails with P. Bentley, D. Blabey, A. Levine re depositions, discovery issues, strategy (1.8); prepare for depositions (2.3).	4.10	3,854.00
10/21/12	ALLARD, NATHANIEL	Draft memo on pending RMBS litigation against debtors and non-debtor affiliates.	3.90	1,618.50
10/21/12	BLABEY, DAVID E	Review PSA for provisions relevant to putback issues.	2.00	1,440.00
10/21/12	LEVINE, ADINA C	E-mails with A. Stackpoole re: Ally production	0.50	342.50
10/21/12	KAUFMAN, PHILIP	Prepare for depositions by analyzing relevant documents (2.6), outline examinations (2.0).	4.60	4,324.00
10/21/12	COLEMAN, KRISTEN A	Review documents for E. Smith deposition (2.3), edit Marano deposition outline (2.9)	5.20	3,302.00
10/21/12	CHO, DANNIE	Analyze materials for depositions (2.2) and draft deposition outlines (1.3); analyze debtor and affiliate materials (3.0).	6.50	4,127.50
10/21/12	WARSHALL-KATZ, ARIELLE	Analyze amended privilege logs (2.2); correspond re same w/ A. Levine (1).	3.20	2,240.00

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10/21/12	MELLIN, MICHAEL	Review and analyze documents re: depositions (2.4); revise draft deposition outline (1.5).	3.90	2,476.50
10/21/12	STACKPOOLE, ANNE	Communications with litigation technical support regarding plans for proceeding with Ally production.	0.50	147.50
10/21/12	STACKPOOLE, ANNE	Review and revise list of unidentified Ally individuals in preparation for a request for identification of same.	0.80	236.00
10/22/12	ALMEDA, DOMINADOR E	Pull blacklined AAs (0.5); Correspondence w/ TSG and G. Liu re: issues and status of blacklining/doc comparison project (0.3).	0.80	236.00
10/22/12	LIU, GILBERT	Confer w/ L. Pettit re: RMBS Settlement objection issues (0.1); Meeting with P. Bentley, K. Eckstein, J. Trachtman, A. Levine, D. Mannal, L. Pettit, D. Blabey and L. Neunder re: RMBS settlement objection issues (3.0).	3.10	2,526.50
10/22/12	NEUNDER, LISA	Meet concerning RMBS settlement issues with P. Bentley, K. Eckstein, M. Douglas, G. Liu, J. Trachtman, L. Pettit, A. Levine, and D. Blabey.	3.00	990.00
10/22/12	BLABEY, DAVID E	Research specific performance (2.2) and discuss with P. Bentley (.2); meet w/ P. Bentley, J. Trachtman, L. Pettit, G. Liu, K. Eckstein, D. Mannal, A. Levine, L. Neunder to discuss objection to settlement motion (3); further research on specific performance (2.1) and draft memo re same (1.5); outline topics to be covered in objection (.5).	9.50	6,840.00
10/22/12	PETTIT, LAURENCE	Review notes from G. Liu on RMBS case-law and applicability (0.8); confer w/ G. Liu re: objection issues (.1); meeting with P. Bentley, D. Mannal, K. Eckstein, G. Liu, J. Trachtman, D. Blabey, L. Neunder and A. Levine re 9019 Motion analysis/review (3.0); review emails from A. Levine and D. Blabey regarding causation, (0.5); analyze comparison of case law to ResCap documents (0.5).	4.90	4,116.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/12	LEVINE, ADINA C	Emails with M. Mellin, K. Coleman, J. Dunlap, D. Cho, A. Miller re: witness outlines (.4); Confer w/ K. Coleman re: same (.3); call with A. Katz re: next steps (.4); review of chronology re: MSR swap (.3); research re: damages in put-back context (1.9); research re: prompt notice (.3), draft email to P. Bentley and D. Blabey re: same (.2); attend portion of meeting w/ P. Bentley, D. Blabey, J. Trachtman, K. Eckstein, D. Mannal, L. Neunder, L. Pettit, G. Liu re: outline for brief and legal arguments (2.4); emails w/ P. Bryan (.7); draft outline on clawback issue (2.1); conversation with A. Katz re: privilege issues (.5); emails w/ J. Trachtman, D. Blabey re: research for memo (.8); review of Tim Devine outline (.7).	11.00	7,535.00
10/22/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus (3.6); review documents re: deposition outline for K. Chopra (3.4).	7.00	4,165.00
10/22/12	BENTLEY, PHILIP	Meet w/ J. Trachtman, L. Pettit, G. Liu, K. Eckstein, D. Mannal, D. Blabey, A. Levine and L. Neunder re: brief (3.0), correspond w/ D. Blabey, J. Trachtman, A. Levine re: same (.4); discuss specific performance w/ D. Blabey (.2); Analyze relevant produced documents re: proposed RMBS Settlement issue (3.0).	6.60	5,709.00
10/22/12	TRACHTMAN, JEFFREY S.	Attend portion of meeting with P. Bentley, L. Pettit, G. Liu, K. Eckstein, D. Mannal, A. Levine, D. Blabey, and L. Neunder, re RMBS objection research and related projects (2.4); correspond w/ P. Bentley, D. Blabey, and A. Levine re RMBS research assignments and memos (.8), review RMBS research materials (1.1).	4.30	3,827.00
10/22/12	YAN, HENRY X	Assemble and organize Smith Witness Outline Binder for attorney review.	3.10	883.50
10/22/12	YAN, HENRY X	Make copies of Whitlinger and Mack binders.	0.30	85.50
10/22/12	HOROWITZ, GREGORY A.	Review of Centerview documents re: RMBS settlement negotiations(1.5)	1.50	1,297.50

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10/22/12	COLEMAN, KRISTEN A	Review MSR deposition insert (1.4), review documents for E. Smith deposition (2.1), draft deposition outline for E. Smith (2.5), edit deposition outline for T. Marano (2.2); confer w/ A. Levine re: witness outlines (.3).	8.50	5,397.50
10/22/12	DUNLAP, JEFFREY	Email to AlixPartners re: waterfalls (.3); email to E. Gomez re: expert searches (.3); review results of search for prior testimony (.9); review putback remedy (.7); analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (3.5); draft deposition outline (2.7), emails w/ A. Levine re: same (.2).	8.60	4,687.00
10/22/12	SCHULMAN, BRENDAN M.	Emails from A. Levine and P. Bryan re privilege log.	0.10	75.00
10/22/12	CHO, DANNIE	Draft witness deposition outlines and materials (3.5); analyze debtor and affiliate materials (4.0); analyze prior litigation claims against debtor (1.0).	8.50	5,397.50
10/22/12	WARSHALL-KATZ, ARIELLE	Correspond with A. Levine, K. Coleman, M. Mellin, J. Dunlap, D. Cho re witness outlines for depositions (1.1); t/c with counsel to MBIA & FGIC re same (.8); call w/ A. Levine re: next steps (.4); emails with committee re deposition logistics (.6); t/c with court reporter re deposition preparation (.3); discussions with A. Levine re privilege issues (.5); review emails with debtors and AFI re privilege issues (3.1); review outline for 9019 opposition brief (3.9); review and analyze deposition outlines and documents (1.2).	10.80	7,560.00
10/22/12	MELLIN, MICHAEL	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (2.0); draft deposition outline (4.5); draft emails re: same to A. Katz (.4).	6.90	4,381.50
10/22/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of E. Smith.	1.40	413.00
10/22/12	STACKPOOLE, ANNE	Communications with litigation technical support regarding plans for proceeding with Ally production (.5); communications with litigation technical support regarding incomplete Debtor production (.5)	1.00	295.00

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10/22/12	STACKPOOLE, ANNE	Review search results for purposes of locating information regarding unidentified individuals.	2.30	678.50
10/23/12	ALLARD, NATHANIEL	Draft memo/chart re: RMBS lawsuits.	1.50	622.50
10/23/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus and K. Chopra (4.0); further review of same (4.0); email A. Levine re: same (.2).	8.20	4,879.00
10/23/12	BLABEY, DAVID E	Discuss outline of committee memo with A. Levine (.2); review recent case law re: same (1.5); draft outline of arguments for committee memo re potential RMBS settlement objection (5.7), emails w/ P. Bentley, J. Trachtman re: same (.7).	8.10	5,832.00
10/23/12	BLABEY, DAVID E	Review case law re: legal issues with RMBS settlement.	0.50	360.00
10/23/12	LIU, GILBERT	Review of D. Blabey memo re: objection arguments.	0.30	244.50
10/23/12	PETTIT, LAURENCE	Review research re: risk allocation in RMBS transactions.	1.00	840.00
10/23/12	LEVINE, ADINA C	Emails w/ J. Trachtman, P. Bentley re: memo outline (.3); draft letter to court on privilege issues (1.0); draft memo to committee re: RMBS issues (4.0); further draft memo to committee (1.8); discussions w/ A. Katz re: privilege issues (.5); review H. Sidman letter re: clawback request (.2), email to P. Kaufman, P. Bentley, D. Mannal re: same (.2) emails with M. Mellin, A. Katz, A. Miller, K. Coleman re: deposition outlines (.3); conversation with P. Kaufman re: clawback request (.5); discuss memo outline w/ D. Blabey (.2); review Devine outline (.5).	9.50	6,507.50
10/23/12	BENTLEY, PHILIP	Review RMBS legal issues (1.4), and multiple emails w/ P. Kaufman, D. Blabey, A. Levine re same (.7); correspond w/ A. Levine re; clawback request (.2).	2.30	1,989.50
10/23/12	TRACHTMAN, JEFFREY S.	Review cases and materials re RMBS legal issues (2.5); correspond with P. Bentley, D. Blabey, A. Levine re research and outlines (.7).	3.20	2,848.00
10/23/12	PHILLIP, RENEE	Review documents for purposes of segregating confi designations and clawback designations.	2.00	590.00

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10/23/12	KAUFMAN, PHILIP	Confer w/ A. Levine re: clawback request (.5); Numerous emails with P. Bentley, A. Levine re discovery disputes, depositions, strategic issues (1.9); emails with Committee members' counsel re discovery issues and depositions (1.6); continued preparation for depositions (1.7).	5.70	5,358.00
10/23/12	COLEMAN, KRISTEN A	Review (4.0) and revise (3.2) draft deposition outline for E. Smith; review AFI financial filings (.8).	8.00	5,080.00
10/23/12	DUNLAP, JEFFREY	Phone call with Alix Partners re: waterfalls.	0.70	381.50
10/23/12	SCHULMAN, BRENDAN M.	Emails w/ S. Ettari re duplicate analysis (0.1).	0.10	75.00
10/23/12	CHO, DANNIE	Draft and analyze witness deposition outlines and materials (3.5); analyze debtor and affiliate materials (4.2); analyze loss estimates in Debtor's SEC filings and related reporting (2.8).	10.50	6,667.50
10/23/12	WARSHALL-KATZ, ARIELLE	Review ResCap board materials (2.5); Meet and confer re: outstanding privilege issues w/ Debtors and AFI (1.0); Correspond w/ Committee re: same (1.2); Analyze clawback requests and documents (3.5); Discussions w/ A. Levine re: case and privilege issues (.5); correspond w/ re: M. Mellin, D. Cho, A. Levine, K. Coleman re: outlines (.8).	9.50	6,650.00
10/23/12	MELLIN, MICHAEL	Revise draft production log (1.0); review and analyze RMBS documents re: issues with proposed settlement (4.3).	5.30	3,365.50
10/23/12	STACKPOOLE, ANNE	Revise settlement chronology in preparation for attorney review.	2.40	708.00
10/23/12	STACKPOOLE, ANNE	Revise productions log.	1.80	531.00
10/23/12	STACKPOOLE, ANNE	Communications with M. Mellin regarding production status (.7); communications with litigation technical support regarding plans for proceeding with Debtors production (.5).	1.20	354.00
10/23/12	STACKPOOLE, ANNE	Review and organize key documents for A. Katz review.	1.20	354.00
10/24/12	LIU, GILBERT	Review D. Blabey memo re: RMBS objection (0.3); Review Aurelius email and correspondence re: RMBS Settlement Agreement (0.2); emails w/ L. Pettit re: same (.2).	0.70	570.50

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10/24/12	BLABEY, DAVID E	Discuss outline of issues with A. Levine and P. Bentley (.2), emails w/ P. Bentley, J. Trachtman, A. Levine re: same (.3); outline issues for memo to committee re RMBS settlement (7.0).	7.50	5,400.00
10/24/12	NEUNDER, LISA	Research concerning mortgage foreclosures (7) and emails w/ A. Katz, A. Levin, A. Miller re: privilege issues (.5).	7.50	2,475.00
10/24/12	LEVINE, ADINA C	Review revised 9019 motion (.9), discuss same w/ P. Bentley, D. Blabey (.2); draft outline for memo to committee on potential RMBS objection (1.3); emails w/ P. Kaufman, R. Wynne and J. Hoff re: meet and confer with Ally (.4), call w/ A. Katz re: same (.8); e-mail w/ A. Katz, R. Wynne, P. Bryan re: depositions (.3); correspond w/ A. Katz, K. Coleman re: witness outlines (.6); further draft memo to committee (1.0); emails with L. Neunder and P. Bryan re: privilege issues (.3); e-mails with FGIC and MBIA re: conference call agenda (.2); preparation for conference call agenda (.3); emails to B. O'Neill, D. Mannel re: monolines (.5)	6.80	4,658.00
10/24/12	MILLER, ASHLEY S	Correspond w/ A. Katz, A. Levine, L. Neunder regarding Ally/ResCap clawback (.3); meet with A. Levine, A. Katz, M. Mellin, K. Coleman, D. Cho and J. Dunlap re deposition outlines (1.0); review documents related to deposition outline for M. Puntus and K. Chopra (5.7).	7.00	4,165.00
10/24/12	PETTIT, LAURENCE	Review memo (.5) and documents (.5) re: RMBS trusts; emails w/ S. Zide re: same (.2); review proposed RMBS Settlement Agreement (1.3), emails to K. Eckstein re: same (.2); conference call w/ P. Bentley and experts re: put back claims (2.1).	4.80	4,032.00
10/24/12	BENTLEY, PHILIP	Review and analyze RMBS research (4.6), discuss same w/ D. Blabey and A. Levine (.2), emails w/ J. Trachtman re: same (.3), conference call with B. Cornell, A. Frankel, R. Epstein, and L. Pettit re same (2.1); correspond w/ K. Eckstein, D. Mannel and A. Katz re Ally privilege issues (0.7).	7.90	6,833.50

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10/24/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, A. Levine, D. Blabey re RMBS outline and memo (.6); review draft outline of memo re: potential RMBS objections (1.1).	1.70	1,513.00
10/24/12	PHILLIP, RENEE	Review documents for purposes of identifying individuals and positions held at Ally.	4.00	1,180.00
10/24/12	KAUFMAN, PHILIP	Emails with Committee members' counsel re depositions and discovery disputes (1.7); draft deposition outline for upcoming RMBS depositions (1.2); correspond w/ A. Katz, A. Levine re: discovery issues (1.0); correspond w/ A. Levine re: meet and confer (.5).	4.40	4,136.00
10/24/12	YAN, HENRY X	Update Marano Witness Outline Binder index.	1.80	513.00
10/24/12	MANNAL, DOUGLAS	Review fact discovery issues (1.3); address numerous issues re hot docs (.4); correspond w/ P. Bentley re: privilege issues (.3).	2.00	1,580.00
10/24/12	COLEMAN, KRISTEN A	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (1.2), draft E. Smith deposition outline (2.2); meet with A. Levine, A. Katz, D. Cho, M. Mellin, J. Dunlap, and A. Miller re: deposition outlines (1.0).	4.40	2,794.00
10/24/12	DUNLAP, JEFFREY	Meet w/ A. Levine, A. Katz, D. Cho. K. Coleman, M. Mellin and A. Miller re: depositions (1.0); emails to A. Levine re: R&W liability (.2); review new production (4.0); communications with H. Yan re: expert materials (.4); draft deposition outline (2.7).	8.30	4,523.50
10/24/12	SCHULMAN, BRENDAN M.	Emails w/ A. Levine re discovery and privilege logs.	0.10	75.00
10/24/12	CHO, DANNIE	Draft witness deposition outlines (5.5); analyze debtor and affiliate materials re: RMBS settlement (3.5); meet with A. Katz, A. Levine, K. Coleman, J. Dunlap, M. Mellin, and A. Miller re: deposition outlines (1.0).	10.00	6,350.00
10/24/12	WARSHALL-KATZ, ARIELLE	Call w/ A. Levine re: meet and confer w/ Ally (.8); meet w/ A. Levine re: meet and confer (.5); meet w/ A. Levine, D. Cho, K. Coleman, M. Mellin, J. Dunlap, A. Miller re: depositions (1.0); correspond w/ Ally, P. Kaufman re: clawback request (1.0), correspond w/ A. Levine re: same (.2); emails w/ A. Levine re: tasks and case strategy (1.2); review deposition outlines and chronology documents (3.8).	8.50	5,950.00

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10/24/12	MELLIN, MICHAEL	Meet w/ A. Levine, A. Katz, J. Dunlap, K. Coleman, D. Cho and A. Miller re: deposition preparation (1.0); review and analyze produced documents from 9019 litigation in connection with same (1); draft and revise deposition outlines (1.7).	3.70	2,349.50
10/24/12	STACKPOOLE, ANNE	Draft summary analysis of clawback logs.	3.40	1,003.00
10/24/12	STACKPOOLE, ANNE	Document production of Ally clawback documents in preparation for attorney review (2); document production of documents identified by Gibbs & Bruns as settlement discussions (2.2).	4.20	1,239.00
10/24/12	LEVINE, ADINA C	Meet with A. Katz, K. Coleman, M. Mellin, J. Dunlap, D. Cho, A. Miller re: outline themes (1.0); call with J. Hoff, R. Wynne, H. Sidman re: meet and confer strategy (.8); meet and confer with Ally and Debtors re: discovery (.5), meet with A. Katz re: same (.5); draft letter to court re: discovery issues (3.4).	6.20	4,247.00
10/25/12	LIU, GILBERT	Review RMBS objection memorandum.	0.50	407.50
10/25/12	PETTIT, LAURENCE	Draft list of key issues for evaluating experts' work and scope of rep & warranty claims (2.2); review Lipps declaration and sample governing documents in connection with such review (1.3).	3.50	2,940.00
10/25/12	BENTLEY, PHILIP	Analyze produced RMBS documents re: analysis of proposed settlement (2.5), trade multiple emails re same w/ J. Trachtman, P. Kaufman, and A. Levine (.8), conf call with experts re same (1.0).	4.30	3,719.50
10/25/12	NEUNDER, LISA	Researching notice requirements.	6.00	1,980.00
10/25/12	TRACHTMAN, JEFFREY S.	Conversation w/ A. Levine re: brief (.4), follow-up emails re research, memo and brief w/ P. Bentley and A. Levine (.4).	0.80	712.00
10/25/12	ROCHON, JENNIFER	Emails w. A. Levine regarding RMBS confidentiality obligations.	0.10	79.00

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10/25/12	LEVINE, ADINA C	Review clawback documents (1.1); meet with M. Mellin, K. Coleman, A. Katz, J. Dunlap, D. Cho, A. Miller re: depositions (2.0); follow up e-mails to M. Mellin, J. Dunlap, K. Coleman, A. Miller, D. Cho re: same (.4). draft (.3) and revise letter to court (.2), correspond w/ D. Mannal, A. Katz, K. Eckstein re: same (.2); correspond w/ S. Ford re: presentation (.2); emails to K. Eckstein, D. Mannal, P. Bentley and A. Miller re: meet and confer (.3); emails w/ H. Sidman, J. Hoff, D. Rains, White & Case re: court conference call (.3); email from P. Bryan re: clawback (.1); call w/ P. Kaufman and A. Katz re: stipulation and common interest (.5); revise stipulation (.3); correspond w/ D. Mannal re: common interest, PEO material (.3), review of protective order (.2), email to J. Rochon re: same (.1); call with A. Katz re: discovery disputes today (.4); e-mail to D. Rains re: court hearing, draft email to P. Bryan re: same (.5); correspond w/ P. Kaufman, D. Mannal, A. Katz re: Confidentiality Agreement (.3); review BoA case re: successor liability (.6), emails to P. Bentley, A. Katz, J. Dunlap re: same (.3); conversation with J. Trachtman re: brief (.4), conversation with L. Neunder re: research (.3); confer w/ A. Katz re: letter to Judge Glenn (.2).	9.50	6,507.50
10/25/12	MILLER, ASHLEY S	Draft notes re: clawback meeting (1.8), emails w/ P. Kaufman, P. Bentley, D. Mannal and K. Eckstein re: same (.2); Attend portion of meeting w/ A. Katz, A. Levine, M. Mellin, K. Coleman, J. Dunlap and D. Cho re: depositions (1.0); review documents for depositions (3.2) and revise deposition outlines (.8).	7.00	4,165.00
10/25/12	KAUFMAN, PHILIP	Call w/ A. Levine & A. Katz re: stipulation and common interest (.5); Emails w/ P. Bentley, A. Levine, A. Katz, A. Miller re: discovery issues , strategic matters, and depositions (1.4); emails w/ Committee members' counsel re: same (1.2); analyzing relevant RMBS documents for depositions (1.0) and outline examination re: same (1.8).	5.90	5,546.00

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10/25/12	COLEMAN, KRISTEN A	Meeting with A. Levine, A. Katz, M. Mellin, D. Cho, J. Dunlap and A. Miller re: deposition outlines (2.0); update E. Smith deposition outline and binder (3.2), review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (2.3).	7.50	4,762.50
10/25/12	DUNLAP, JEFFREY	Meet w/ A. Katz, A. Levine, M. Mellin, K. Coleman, D. Cho and A. Miller re: depositions (2.0); email to A. Levine re: potential defenses (.3); reviewed documents re: RMBS settlement (3.9); updated deposition outline (2.9).	9.10	4,959.50
10/25/12	CHO, DANNIE	Analyze newly produced debtor and affiliate materials re: RMBS (5.2); analyze debtor privilege logs (1.4).	6.60	4,191.00
10/25/12	WARSHALL-KATZ, ARIELLE	Call w/ P. Kaufman and A. Levine re: stipulation and common interest (.5); call w/ committee re: same (.8), multiple emails w/ committee re: same (.5); call w/ A. Levine re: discovery disputes (.4); confer w/ A. Levine re: letter to Judge Glenn (.2); Call w/ G. Horowitz re: depositions (.3); meet w/ A. Levine, M. Mellin, K. Coleman, J. Dunlap, D. Cho and A. Miller re: depositions (2.0); review deposition outlines (1.0); draft (1.7) and revise (.9) stipulation re: same; emails w/ Debtors and Ally re: depositions (.8), multiple emails w/ committee re: same (.4); correspond w/ court reporter re: deposition preparations (.3).	9.80	6,860.00
10/25/12	MELLIN, MICHAEL	Attend portion of meeting with A. Katz, A. Levine, K. Coleman, J. Dunlap, D. Cho and A. Miller re: depositions (1.0); Perform document review re: same (2.5).	3.50	2,222.50
10/25/12	STACKPOOLE, ANNE	Communications with litigation technical support and Alix Partners regarding database imports.	0.80	236.00
10/25/12	STACKPOOLE, ANNE	Organize documents in preparation for deposition of E. Smith.	2.60	767.00
10/25/12	STACKPOOLE, ANNE	Organize case law and documents cited for A. Levine in preparation for letter brief.	2.00	590.00
10/25/12	CHO, DANNIE	Analyze witness deposition outlines and materials (4.5); attend portion of meeting with A. Levine, A. Katz, M. Mellin, K. Coleman, J. Dunlap and A. Miller re: deposition outlines (1.0).	5.50	3,492.50

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10/26/12	PHILLIP, RENEE	Compile index of documents in preparation for deposition of E. Smith	1.50	442.50
10/26/12	MILLER, ASHLEY S	Meet with A. Katz to discuss outlines for M. Puntus and K. Chopra depositions (1); review new privilege logs produced by Kirkland and MoFo (2); review documents related to deposition outline for M. Puntus and K. Chopra (3.2), and revise deposition outlines (1.9).	8.10	4,819.50
10/26/12	ZIDE, STEPHEN	Correspond with P. Bentley re response to 9019 motion (.6); research severability issues (.6); speak with G. Liu re same (.3); speak with J. Shifer re same (.5); review research memo re same (.5); emails with Moelis re same (.3).	2.80	2,016.00
10/26/12	KAUFMAN, PHILIP	Office conference w/ K. Eckstein, P. Bentley, J. Trachtman and D. Mannal re: discovery and experts (.7); correspond w/ K. Eckstein, P. Bentley, J. Trachtman, D. Mannal re: strategic matters and depositions (.9) emails with Debtors' counsel, AFI's counsel and Committee members' counsel re depositions and discovery issues (1.7); continue preparation for upcoming depositions (1.2).	4.50	4,230.00
10/26/12	ALMEDA, DOMINADOR E	Pair blacklined PSAs with AAs (3.6).	3.60	1,062.00
10/26/12	NEUNDER, LISA	Research concerning privilege waiver (1.5) and review (4.0) and summarize case law concerning mortgage foreclosure (2.0).	7.50	2,475.00
10/26/12	BENTLEY, PHILIP	Office conference w/ K. Eckstein, P. Kaufman, J. Trachtman and D. Mannal re: discovery issues and experts (.7); analyze potential issues with RMBS settlement agreement (.8), review (1.2) and comment (.4) on draft RMBS master outline, and prepare for upcoming depositions (2.5).	5.60	4,844.00
10/26/12	LEVINE, ADINA C	Draft letter re: clawback and privilege (1.0); correspond w/ K. Eckstein re: clawback (.5); further drafting of letter re: clawback and privilege (4.0), revise same (1.8).	7.30	5,000.50
10/26/12	LIU, GILBERT	Confer w/ S. Zide re: severability issues (0.3); Confer w/ L. Pettit re: severability issues (0.3); Review memorandum re: severability (0.5); Review of issues re. trust documents (0.4).	1.50	1,222.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	PETTIT, LAURENCE	Drafting list of open issues to be addressed in memo to committee (2.6); discuss severability issues with G. Liu (0.3).	2.90	2,436.00
10/26/12	MANNAL, DOUGLAS	Office conference with P. Bentley, P. Kaufman and K. Eckstein re fact discovery issue.	0.70	553.00
10/26/12	MANNAL, DOUGLAS	Review letter to court re fact discovery issues (.3); research joint privilege issues (1.8).	2.10	1,659.00
10/26/12	COLEMAN, KRISTEN A	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (2.5), review privilege log (1.2), review clawback documents (1.2).	4.90	3,111.50
10/26/12	DUNLAP, JEFFREY	Emails to K. Denk re: experts (.4); email to P. Bentley re: expert materials (.1); review documents (4.7); update deposition outlines (3.5)	8.70	4,741.50
10/26/12	TRACHTMAN, JEFFREY S.	Correspond w/ P. Bentley, D. Mannal, K. Eckstein and A. Levine re: discovery, RMBS legal issues, outline (1.4).	1.40	1,246.00
10/26/12	SHIFER, JOSEPH A	Confs with S. Zide re RMBS issues (.5), review memo re same (.8); review RMBS documents (.3).	1.60	1,072.00
10/26/12	CHO, DANNIE	Draft and analyze witness deposition outlines and materials (2.9); analyze newly produced debtor and affiliate materials and filings (4.6).	7.50	4,762.50
10/26/12	WARSHALL-KATZ, ARIELLE	Correspond w/ A. Levine, D. Cho, K. Coleman, M. Mellin re: doc review and privilege logs (1.8), review privilege logs (2.3); emails with debtors re stipulation of limited waiver (1.2) correspond w/ committee re same (1.0); meet w/ A. Miller to discuss deposition outlines (1.0).	7.30	5,110.00
10/26/12	MELLIN, MICHAEL	Draft (1.7) and revise (1.3) deposition outlines; review same (1.7).	4.70	2,984.50
10/26/12	STACKPOOLE, ANNE	Draft index of key documents for A. Levine in preparation for meet and confer with all parties.	1.20	354.00
10/26/12	STACKPOOLE, ANNE	Organize work product collection of documents for K. Coleman.	2.30	678.50
10/26/12	STACKPOOLE, ANNE	Communications with litigation technical support and Alix Partners regarding plans for proceeding with Debtor and Ally document productions.	0.80	236.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	ECKSTEIN, KENNETH H.	Office conference w/ P. Bentley, P. Kaufman, J. Trachtman and D. Mannal re: RMBS discovery and expert issues (.7); conference with A. Levine re: clawback analysis (.5).	1.20	1,188.00
10/27/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus and K. Chopra (2.2), and revise deposition outlines re: same (1.3); review new privilege logs produced by Kirkland and MoFo (4).	7.50	4,462.50
10/27/12	KAUFMAN, PHILIP	Emails with A. Katz and A. Levine re discovery issues and strategy.	1.20	1,128.00
10/27/12	LIU, GILBERT	Review memorandum re: severability (0.4); Review of trust documents re: same (0.4); Draft memorandum re: factors supporting severability analysis (0.8).	1.60	1,304.00
10/27/12	CHO, DANNIE	Draft and analyze witness deposition outlines and materials (3.5); analyze newly produced debtor and affiliate materials including financial presentations, meeting minutes, settlement negotiations, financial analysis, and filings (6.2); analyze debtor privilege logs (0.4).	10.10	6,413.50
10/28/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus and K. Chopra (3.9), and draft deposition outlines re: same (2.0).	5.90	3,510.50
10/28/12	PETTIT, LAURENCE	Analyze issues re: committee memo (.7) and review draft outline of same (.5); review emails from A. Frankel and other RMBS experts re loan files (0.6).	1.80	1,512.00
10/28/12	SHIFER, JOSEPH A	Review RMBS memo (1.1) and research re same (1.0).	2.10	1,407.00
10/28/12	CHO, DANNIE	Analyze RMBS witness deposition outlines (2.5); analyze newly produced debtor and affiliate RMBS materials (4.2); analyze debtor privilege logs (0.3); analyze PEO and confidential designations (1.3).	8.30	5,270.50
10/28/12	MELLIN, MICHAEL	Analyze RMBS documents re: negotiation of RMBS settlement (3.5); draft and revise chronology (1.5).	5.00	3,175.00
10/28/12	ECKSTEIN, KENNETH H.	Review materials re discovery dispute (.6); correspondence to P. Kaufman re same (.4); review outline of RMBS objection and issues (.8), comment on same (.4).	2.20	2,178.00

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10/29/12	KAUFMAN, PHILIP	Draft letter brief to court re discovery issues (5.5); call w/ D. Mannal, A. Levine, A. Katz re: discovery issues (1.0); follow-up correspondence w/ K. Eckstein, D. Mannal re: same (.6); correspond w/ A. Levine and A. Katz re: privilege issues and deposition schedule (.5); follow-up emails throughout day with K. Eckstein, D. Mannal, A. Levine and A. Katz re: discovery issues, depositions and strategic matters (1.4); T/C w/ A. Katz re: letter to court (.2).	8.20	7,708.00
10/29/12	MILLER, ASHLEY S	Review documents related to deposition outline for M. Puntus and K. Chopra (4.0), and edit deposition outlines (2.3); review new privilege logs produced by Kirkland and MoFo and identify problematic entries (5.0).	11.30	6,723.50
10/29/12	MANNAL, DOUGLAS	T/C w/ P. Kaufman, A. Levine and A. Katz re: privilege issues (1.0); draft letter brief re: same (.4); attend meet and confer w/ Kirkland and MoFo re: same (.5); correspond w/ K. Eckstein and P. Kaufman re: discovery (.6).	2.50	1,975.00
10/29/12	LEVINE, ADINA C	Review Jones Day summary of RMBS discovery issues (.4); call with D. Mannal, P. Kaufman, A. Katz re: privilege issues (1.0); meet and confer with Debtors and Ally re: privilege issues (.4); follow-up correspondence with P. Kaufman, D. Mannal, A. Katz, K. Eckstein re: privilege issues (.7); e-mails with A. Miller re: privilege issues (.3); Correspond w/ P. Kaufman and D. Rains re: privilege issues (.2); e-mails with H. Sidman and White & Case re: clawback issues (.2); call with Jones Day, Cadwalader, Cleary re: privilege issues and deposition schedule (.5), follow up correspondence w/ P. Kaufman, D. Mannal, A. Katz re: same (.4); e-mails with D. Cho, M. Mellin, K. Coleman, J. Dunlap re: new production (.2), call with A. Katz re: update (.2); e-mails with P. Bentley re: PSA language (.2), e-mails with K. Eckstein, P. Bentley, D. Mannal re: upcoming conference (.2).	4.90	3,356.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/12	BENTLEY, PHILIP	Review and analysis of RMBS legal issues (2.2), additional review of draft RMBS master outline (1.2), and prep for upcoming depositions (2.6); correspond w/ D. Blabey re: committee memo (.2); emails w/ A. Levine re: PSA language (.2); emails w/ S. Zide re: committee memo (.3).	6.70	5,795.50
10/29/12	PETTIT, LAURENCE	Further review recent case law re: RMBS claims (1.7); review FHFA complaint (1.1); review outline prepared by D. Blabey and A. Levine re: RMBS objections (1.6); review further emails from A. Frankel and other RMBS experts (0.3).	4.70	3,948.00
10/29/12	COLEMAN, KRISTEN A	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (4.0) continue analysis of latest productions in 9019 litigation re: same (2.0), further review privilege log (.8). email w/ A. Levine re: new production (.2).	7.00	4,445.00
10/29/12	DUNLAP, JEFFREY	Email to D. Cho re: privilege log (.2); email to A. Levine re: PEO designation (.2); review new production (5.1); update deposition outline (2.7).	8.20	4,469.00
10/29/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Eckstein, A. Levine, D. Blabey re: RMBS (.8), review prior emails, outlines, memos re same (.9)	1.70	1,513.00
10/29/12	WARSHALL-KATZ, ARIELLE	Call w/ P. Kaufman, D. Mannal, A. Levine re: privilege issues (1.0); correspondence w/ P. Kaufman and A. Levine re: discovery issues (1.5); correspond w/ P. Kaufman and A. Levine re: depositions (.5); correspond w/ D. Cho, J. Dunlap, M. Mellin, K. Coleman re: deposition preparation (1.0), call w/ A. Levine re: update re: same (.2); prepare for (.4) and participate in meet and confer call with debtors re board presentations (.6); multiple emails with committee re same (.8) t/c with P. Kaufman re letter to court (.2).	6.20	4,340.00
10/29/12	BLABEY, DAVID E	Exchange multiple emails w/ P. Bentley and J. Trachtman regarding committee memo on claim issues.	0.20	144.00
10/29/12	SHIFER, JOSEPH A	Review Sillman Declaration (1.3), research re severability issues (2.1), review RMBS settlement motion and related documents (1.7).	5.10	3,417.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/12	CHO, DANNIE	Draft and analyze witness deposition outlines and materials (1.5); analyze newly produced debtor and affiliate materials (4.5); analyze PEO and confidential designations (1.0).	7.00	4,445.00
10/29/12	MELLIN, MICHAEL	Review and analyze RMBS documents re: RMBS settlement issues (4); draft emails to A. Levine re: same (.3); draft deposition outline (2.8).	7.10	4,508.50
10/29/12	ZIDE, STEPHEN	Emails with P. Bentley re RMBS memo to UCC (.3).	0.30	216.00
10/29/12	ECKSTEIN, KENNETH H.	Call with MoFo and Kirkland re discovery meeting and conf (.8).	0.80	792.00
10/29/12	ECKSTEIN, KENNETH H.	Follow up correspondence w/ P. Kaufman and D. Mannal re discovery (.6), review and comment on RMBS outline (.7).	1.30	1,287.00
10/30/12	KAUFMAN, PHILIP	Call w/ K. Eckstein re: discovery issues (.4); call w/ A. Levine re: privilege issues (.3), follow-up call w/ A. Levine re: same (.6); correspond with K. Eckstein, A. Levine, A. Katz, D. Mannal re depositions (1.1); emails with J. Levitt re depositions (.7); emails with Committee members' counsel re discovery issues, depositions, strategy (1.3); continued draft of letter brief to Court re: discovery issues (3.0), revise same (1.7).	9.10	8,554.00
10/30/12	MILLER, ASHLEY S	Finish drafts of deposition outlines for M. Puntus and K. Chopra.	7.00	4,165.00
10/30/12	ECKSTEIN, KENNETH H.	Call with P. Kaufman re discovery (.4); correspondence re deposition schedule and discovery issues w/ P. Kaufman and P. Bentley (.8).	1.20	1,188.00
10/30/12	NEUNDER, LISA	Call with K. Eckstein, J. Trachtman, P. Bentley, D. Mannal, A. Levine, D. Blabey and L. Pettit re: expert analysis and committee memo (2.3) and review case law concerning notice requirements (2.5).	4.80	1,584.00
10/30/12	MANNAL, DOUGLAS	Conference call with P. Bentley, K. Eckstein, J. Trachtman, L. Pettit, D. Blabey, A. Levine, and L. Neunder re expert findings and draft objection to KP settlement (2.3).	2.30	1,817.00
10/30/12	MANNAL, DOUGLAS	Email with A. Levine re letter brief re fact discovery (.3); research case law re same (.9)	1.20	948.00

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10/30/12	LEVINE, ADINA C	Attend portion of call with K. Eckstein, D. Mannal, P. Bentley, J. Trachtman, L. Pettit, D. Blabey and L. Neunder re: expert analysis and committee memo (1.3); call w/ P. Kaufman re: privilege issues (.3), follow-up call w/ P. Kaufman re: same (.6); email w/ D. Mannal re: privilege letter (.3); emails w/ A. Katz and M. Mellin re: next steps (.3); review clawback documents (.9).	3.70	2,534.50
10/30/12	BENTLEY, PHILIP	Review and analyze potential issues with RMBS settlement agreement (1.2), additional review and comment on draft RMBS master outline (1.2), and prep for upcoming depositions (.5); conf calls with experts, L. Pettit (0.7), A. Frankel, R. Epstein (1.0) re: same; conference call w/ K. Eckstein, J. Trachtman, D. Mannal, L. Pettit, D. Blabey, A. Levine, and L. Neunder re: legal analysis and UCC memo (2.3).	6.90	5,968.50
10/30/12	PETTIT, LAURENCE	Conference call with P. Bentley, K. Eckstein, J. Trachtman, D. Mannal, D. Blabey, A. Levine and L. Neunder regarding expert analysis of 9019 motion (2.3); follow up call with P. Bentley and RMBS experts (0.7).	3.00	2,520.00
10/30/12	TRACHTMAN, JEFFREY S.	Conference call with K. Eckstein, P. Bentley, D. Mannal, L. Pettit, A. Levine, D. Blabey and L. Neunder re client memo and brief (2.3); review outlines and materials on RMBS (.8).	3.10	2,759.00
10/30/12	SCHULMAN, BRENDAN M.	Email from P. Bentley re expert disclosures and related issues.	0.10	75.00
10/30/12	BLABEY, DAVID E	Conference call w/ P. Bentley, K. Eckstein, J. Trachtman, D. Mannal, L. Pettit, A. Levine, and L. Neunder re: committee memo (2.3) and follow-up emails w/ P. Bentley re: same (.1).	2.40	1,728.00
10/30/12	RINGER, RACHAEL L	Attend portion of call with D. Mannal, K. Eckstein, P. Bentley, J. Trachtman, L. Pettit, D. Blabey, A. Levine and L. Neunder re: RMBS issues.	0.80	436.00
10/30/12	SHIFER, JOSEPH A	Review research re severability (1.3)	1.30	871.00
10/30/12	WARSHALL-KATZ, ARIELLE	Correspond re: privilege issues w/ P. Kaufman and A. Levine.	1.80	1,260.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/30/12	MELLIN, MICHAEL	Draft chronology of timeline for RMBS settlement (1); review and analyze documents produced in 9019 discovery in connection with same (1.4); draft emails to A. Levine re: same (.6).	3.00	1,905.00
10/30/12	ECKSTEIN, KENNETH H.	Call w/ P. Bentley, J. Trachtman, D. Mannal, L. Pettit, D. Blabey, A. Levine and L. Neunder re: RMBS expert and legal analysis and committee memo (2.3).	2.30	2,277.00
10/31/12	ALMEDA, DOMINADOR E	Q/c blacklined docs copied by WP into new folders (1.0); Match blacklined PSAs with AAs (1.8)	2.80	826.00
10/31/12	ALMEDA, DOMINADOR E	Continue matching blacklined PSAs with AAs.	3.00	885.00
10/31/12	NEUNDER, LISA	Call with P. Bentley, J. Trachtman, A. Levine and D. Blabey concerning research projects and memorandum structure (1.7); research concerning notice and privilege issues (9.8)	11.50	3,795.00
10/31/12	MANNAL, DOUGLAS	Email with KP counsel re RMBS settlement issues.	0.20	158.00
10/31/12	MANNAL, DOUGLAS	TCF with A. Katz and R. Ringer re fact discovery issues (.3); review correspondence re same (.4).	0.70	553.00
10/31/12	KAUFMAN, PHILIP	E-mails with J. Levitt and D. Raines re: discovery issues (.8); confer w/ K. Eckstein re: discovery issues (.4); correspond with K. Eckstein, A. Katz, G. Horowitz, and A. Levine re: discovery issues, depositions, strategy (1.3); confer w/ A. Levine re: privilege letter (.5); continue drafts revision of letter brief re: discovery issues (2.3); continue preparation for deposition (2.4).	7.70	7,238.00
10/31/12	LEVINE, ADINA C	Call with P. Bentley, J. Trachtman, D. Blabey and L. Neunder re: memo to committee (1.7); call with A. Katz re: next steps (.5); confer w/ P. Kaufman re: privilege letter (.5); inputting P. Kaufman's revisions to privilege letter (3.1); draft outline for 11/6 argument (2.0)	7.80	5,343.00
10/31/12	BENTLEY, PHILIP	Conf call with J. Trachtman, D. Blabey, A. Levine, L. Neunder re RMBS issues (1.7), and follow up correspondence re same (0.5)	2.20	1,903.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/12	MILLER, ASHLEY S	Update hot docs chronology (3); identify confi docs for depositions of M. Puntus and K. Chopra (2); review new privilege logs produced by Kirkland and MoFo (1.4); discussions w/ A. Katz re: privilege issues (.6).	7.00	4,165.00
10/31/12	COLEMAN, KRISTEN A	Discussions w. A. Katz re: depositions (.8); Analyze claw back documents (1.4), review PEO documents (1.3).	3.50	2,222.50
10/31/12	DUNLAP, JEFFREY	Email to A. Levine re: expert depositions (.2); email to A. Stackpoole re: clawback docs (.5); Perform clawback searches in deposition outlines (.3); review new documents from ResCap (4.6); Update deposition outlines (2.1)	7.70	4,196.50
10/31/12	RINGER, RACHAEL L	Call with D. Mannal and A. Katz re: RMBS discovery issues.	0.30	163.50
10/31/12	TRACHTMAN, JEFFREY S.	Attend portion of conference call w/ P. Bentley, D. Blabey, A. Levine and L. Neunder re: outline of memo to UCC (.6).	0.60	534.00
10/31/12	BLABEY, DAVID E	Attend portion of conference call w/ P. Bentley, J. Trachtman, A. Levine and L. Neunder re: memo to UCC.	1.00	720.00
10/31/12	SHIFER, JOSEPH A	Research re severability issues.	4.50	3,015.00
10/31/12	CHO, DANNIE	Draft (1.6) and analyze (.9) witness deposition outlines and materials; analyze newly produced debtor and affiliate materials (4.2); analyze PEO, confidential and clawback designations (2.3).	9.00	5,715.00
10/31/12	WARSHALL-KATZ, ARIELLE	Correspond with P. Kaufman and A. Levine re privilege issues and clawback requests (2.2); review draft letter to court re same (.5); correspond w/ P. Kaufman, A. Levine, and G. Horowitz re: depositions (.9); discussions with K. Coleman re depositions (.8); discussions with A. Miller re privilege issues (.6); discussions with A. Levine re case and next steps (.5); call w/ D. Mannal & R. Ringer re: RMBS discovery issues (.3).	5.80	4,060.00
10/31/12	MELLIN, MICHAEL	Draft (2.7) and revise chronology of RMBS settlement (2.0); analyze clawback documents (.5); draft summary re: same (.5); review and analyze documents re: proposed RMBS settlement (4).	9.70	6,159.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/12	STACKPOOLE, ANNE	Review witness outlines for purposes of identifying designations and clawback requests in preparation for court conference.	1.60	472.00
10/31/12	STACKPOOLE, ANNE	Create versions of Ally and MoFo clawback logs in preparation for court conference.	1.30	383.50
10/31/12	ECKSTEIN, KENNETH H.	Call w/G. Lee and D. Rains re RMBS discovery issues, common interest, attorney client (.6); c/w P. Kaufman re same (.4).	1.00	990.00
10/31/12	ECKSTEIN, KENNETH H.	C/w P. Kaufman re discovery issues.	<u>0.30</u>	<u>297.00</u>
TOTAL			<u>2,412.00</u>	<u>\$1,584,294.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	31.40	31,086.00
KROUNER, SHARI K.	PARTNER	3.00	2,520.00
BENTLEY, PHILIP	PARTNER	9.00	7,785.00
CHIN, KENNETH	PARTNER	3.50	2,940.00
BESSONETTE, JOHN	PARTNER	7.60	6,004.00
MANNAL, DOUGLAS	PARTNER	42.90	33,891.00
FREJKA, ELISE S	SPEC COUNSEL	2.40	1,812.00
TAYLOR, JEFFREY	ASSOCIATE	4.60	3,427.00
BROOKS, MICHAEL	ASSOCIATE	1.00	700.00
ZIDE, STEPHEN	ASSOCIATE	32.40	23,328.00
RINGER, RACHAEL L	ASSOCIATE	64.20	34,989.00
ALLARD, NATHANIEL	ASSOCIATE	<u>26.30</u>	<u>10,914.50</u>
<u>TOTAL</u>		<u>228.30</u>	<u>\$159,396.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	MANNAL, DOUGLAS	Revise Committee update email (.4); review company presentation material for Committee meeting (.7); TCF with Moelis re same (.5); email with Committee member re doc production (.7); prep for 10/3 Committee meeting (.9)	3.20	2,528.00
10/01/12	RINGER, RACHAEL L	Draft agenda for Committee meeting, e-mails with D. Mannal re: same (.3), e-mails with A. Holtz re: presentation for Committee meeting (.2), e-mail to Committee co-chairs re: co-chair meeting (.2), draft e-mail to Committee members re: Committee update (.5), revise same (.1)	1.30	708.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	ALLARD, NATHANIEL	Attend Committee Co-Chair call telephonically.	1.00	415.00
10/02/12	BENTLEY, PHILIP	Attend co-chair call re: prep for 10/3 meeting (1.0); follow up correspondence with K. Eckstein, D. Mannal, R. Ringer re: same (.6); call with K. Eckstein, R. Ringer, D. Mannal and S. Zide re: committee meeting on 10/3 (1.9).	3.50	3,027.50
10/02/12	MANNAL, DOUGLAS	Prep for (.2) attend co-chair call (1); calls with Moelis re company presentation (.4)	1.60	1,264.00
10/02/12	MANNAL, DOUGLAS	Prep for (.5) and attend call with K. Eckstein, R. Ringer, S. Zide and P. Bentley re RMBS and upcoming 10/3 Committee/company meeting (1.9)	2.40	1,896.00
10/02/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.0) call with co-chairs re: case issues; draft and revise e-mail update to Committee members (.5); prepare for Committee meeting (2.5); call with K. Eckstein, D. Mannal, S. Zide re: committee meeting (1.9)	6.30	3,433.50
10/02/12	ZIDE, STEPHEN	Call with K. Eckstein, P. Bentley, D. Mannal and R. Ringer re preparation for 10/3 Committee meeting.	1.90	1,368.00
10/02/12	ECKSTEIN, KENNETH H.	Attend portion of conf. call w/D. Mannal, R. Ringer, P. Bentley re upcoming Committee meeting (.6); attend co-chair call re: agenda for committee meeting (1.0); review company Deck for presentation to committee(.6).	2.20	2,178.00
10/03/12	ALLARD, NATHANIEL	Prepare for (.1) and attend meeting with Company and Committee (3.4); attend Committee meeting (4.0).	7.50	3,112.50
10/03/12	ZIDE, STEPHEN	Prepare for (.6) and participate at meeting with the Company and Committee re operating performance, sales, PWC, wind down (3.4). Meet with committee re PWC, RMBS, exec comp, pre auction objections, DIP amendment, examiner issues, and company meeting follow up (4.0).	8.00	5,760.00
10/03/12	BESSONETTE, JOHN	Attend portion of committee meeting with company telephonically re: sales process update, etc. (2.7).	2.70	2,133.00
10/03/12	BENTLEY, PHILIP	Attend portion of committee meeting and meeting with Company re: RMBS issues.	4.80	4,152.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	MANNAL, DOUGLAS	Attend meeting with company and UCC (3.4); attend follow up meeting with UCC (4.0); prep for same (.6).	8.00	6,320.00
10/03/12	TAYLOR, JEFFREY	Participate in meeting w/ Debtors and Committee members re: sale-related issues (3.4).	3.40	2,533.00
10/03/12	RINGER, RACHAEL L	Prepare for (.6), and attend (7.4) Committee meeting including initial meeting with Company and Committee members.	8.00	4,360.00
10/03/12	ECKSTEIN, KENNETH H.	Prep for committee/company meeting (.8); full day committee meeting including company presentation and committee agenda (7.4).	8.20	8,118.00
10/03/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates and recent pleadings (.4), e-mails with D. Mannal and S. Zide re: same (.3).	0.70	381.50
10/04/12	RINGER, RACHAEL L	Draft update to Committee members, revise same.	0.30	163.50
10/04/12	RINGER, RACHAEL L	Draft additional Committee update e-mail re: recent case updates (.5), prepare documents for same (.4), revise same (.3).	1.20	654.00
10/06/12	ZIDE, STEPHEN	Review and revise email update to Committee members (.5); email R. Ringer re same (.1).	0.60	432.00
10/06/12	RINGER, RACHAEL L	Draft Committee update e-mail re: recent pleadings and case updates (.5), revise same (.4) e-mails with S. Zide and D. Mannal re: same (.4).	1.30	708.50
10/08/12	MANNAL, DOUGLAS	Prep for (1.1); attend co-chair conference call re case issues (1.2); TCF with co-chair re bondholder issue (.4).	2.70	2,133.00
10/08/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.8)	0.80	436.00
10/09/12	RINGER, RACHAEL L	Draft update e-mail to Committee members re: case updates, recent pleadings (1.0); revise same (.5) review and prepare documents for same (.3).	1.80	981.00
10/10/12	RINGER, RACHAEL L	Attend co-chair call re: case issues (1.7), draft Committee update e-mail (.7), revise same (.2), e-mails with S. Zide re: same (.3)	2.90	1,580.50

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10/10/12	ZIDE, STEPHEN	Participate on co-chairs call re RMBS, executive compensation, plan negotiations, sale update, pre-auction objections and collateral review (1.7). Review and revise Committee update email (.2); speak with R. Ringer re same (.1).	2.00	1,440.00
10/10/12	BENTLEY, PHILIP	Attend portion of co-chair call re: RMBS issues.	0.40	346.00
10/10/12	MANNAL, DOUGLAS	Attend portion of/c Conference call with Committee co-chairs re hearing and independent officer at Debtors (.6); review company's presentation to UCC (.7)	1.30	1,027.00
10/10/12	ECKSTEIN, KENNETH H.	Conf call with co-chairs to prep for Committee call.	1.70	1,683.00
10/11/12	ALLARD, NATHANIEL	Prepare for (.2) and attend committee meeting (2.7)	2.90	1,203.50
10/11/12	BENTLEY, PHILIP	Attend portion of Committee call re: RMBS issues.	0.30	259.50
10/11/12	MANNAL, DOUGLAS	Prep for (1.1); attend Committee meeting (2.7)	3.80	3,002.00
10/11/12	CHIN, KENNETH	Phone call with Committee re: DIP and Sale issues (3); prepare for meeting (.5)	3.50	2,940.00
10/11/12	BESSONETTE, JOHN	Attend portion of creditors committee meeting telephonically re: RMBS issues.	2.40	1,896.00
10/11/12	RINGER, RACHAEL L	Prepare for meeting with the Committee (1.0); attend Committee meeting (2.7), draft Committee update e-mail, e-mails with S. Zide and D. Mannal re: same (.2)	3.90	2,125.50
10/11/12	ZIDE, STEPHEN	Prepare for (.5) and participate on Committee call (2.7).	3.20	2,304.00
10/11/12	ECKSTEIN, KENNETH H.	Prep for Committee conf calls.	0.60	594.00
10/11/12	ECKSTEIN, KENNETH H.	Lead committee conf call re: full agenda of case issues.	2.70	2,673.00
10/12/12	MANNAL, DOUGLAS	TCF with Committee members re KEIP, as modified (.6); revise Committee update email (.3)	0.90	711.00
10/12/12	ZIDE, STEPHEN	Review Committee update email (.2); email with R. Ringer re same (.1).	0.30	216.00
10/12/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates.	0.80	436.00
10/15/12	MANNAL, DOUGLAS	Revise update email to Committee.	0.30	237.00

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10/15/12	RINGER, RACHAEL L	Draft e-mail to co-chairs re: upcoming calls (.2), draft e-mail to Committee members re: case updates (.6), review e-mail to committee members re: pre-auction objections, e-mails with S. Zide re: same (.4)	1.20	654.00
10/16/12	ALLARD, NATHANIEL	Draft meeting minutes for prior Committee meetings.	0.30	124.50
10/16/12	ECKSTEIN, KENNETH H.	Conf call with Committee co-chairs to review agenda and prep for Committee call.	1.40	1,386.00
10/16/12	MANNAL, DOUGLAS	Coordinate agenda for company presentation to Committee (.2); prep for (.2) and attend call with co-chairs (1.4)	1.80	1,422.00
10/16/12	RINGER, RACHAEL L	Prepare for Committee call (.5), attend co-chair call (1.4).	1.90	1,035.50
10/16/12	ZIDE, STEPHEN	Prepare for (.6) and attend call with co-chairs re: case issues (1.4).	2.00	1,440.00
10/17/12	ALLARD, NATHANIEL	Prepare for (.8) and attend portion of telephonic committee meeting (2.8).	3.60	1,494.00
10/17/12	ZIDE, STEPHEN	Participate on committee call re executive comp, sale update, pre auction objections, and hearing update (3.4); prepare for same (.4). Review and revise UCC update (.3).	4.10	2,952.00
10/17/12	BESSONETTE, JOHN	Attend portions of committee meeting telephonically re: sale issues and pre-auction objections.	2.50	1,975.00
10/17/12	MANNAL, DOUGLAS	Prep for (.3); attend Committee meeting (3.4)	3.70	2,923.00
10/17/12	KROUNER, SHARI K.	Calls w/ L. Pettit and S. Zide re issues for UCC call (.3); monitor portions of UCC call re: sale/auction issues (2.7)	3.00	2,520.00
10/17/12	RINGER, RACHAEL L	Prepare for (.3), and attend portion of (3) Committee call, draft e-mail to Committee members re: same (.3), revise same (.1)	3.70	2,016.50
10/17/12	ECKSTEIN, KENNETH H.	Prep for Committee call (.7); lead Committee conf call re full agenda (3.4).	4.10	4,059.00
10/19/12	RINGER, RACHAEL L	Draft and revise Committee e-mail re: case updates (.6), e-mails with D. Mannal re: same (.2), e-mails with Committee members re: borrower committee update (.4).	1.20	654.00
10/21/12	RINGER, RACHAEL L	Draft Committee update e-mail re: bid submissions (.3), numerous e-mails with J. Bessonette, S. Zide, D. Mannal re: same (.5)	0.80	436.00

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10/22/12	ALLARD, NATHANIEL	Prepare for (.3) and attend telephonic Committee meeting re: auction (1.0); draft meeting minutes for prior meetings (.5), input R. Ringer's edits re: same (.4).	2.20	913.00
10/22/12	BROOKS, MICHAEL	Participation in committee meeting re: sale process update.	1.00	700.00
10/22/12	ZIDE, STEPHEN	Committee call re sale process update and executive compensation (1). Revise Committee update re STN reply and complaint (.4); speak with E. Daniels and R. Ringer and J. Shifer re same (.2). Review and revise Committee update re KERP and fee apps (.1).	1.70	1,224.00
10/22/12	MANNAL, DOUGLAS	Prepare for (.6) and attend (1.0) attend co-chair call re: possible mediator (1.9).	3.50	2,765.00
10/22/12	RINGER, RACHAEL L	E-mails with N. Allard re: meeting minutes, review same (.8), prepare for Committee meeting (.5), draft e-mail to Committee re: exec comp issues (.4), revise same (.5), prepare for (.3) and attend call with Committee members re: sale update (1.0), draft update to Committee members re: borrowers committee (.5), attend call with co-chairs re: case issues (1.9), revise e-mail to Committee re: STN (.1), draft e-mail to Committee members re: case updates (.4), revise same (.3)	6.70	3,651.50
10/22/12	ECKSTEIN, KENNETH H.	Prepare for (.2) and attend (1.0) committee call re bids and auction process.	1.20	1,188.00
10/22/12	TAYLOR, JEFFREY	Prepare for (.2) and attend (1.0) Committee call re: auction and sale issues.	1.20	894.00
10/23/12	ZIDE, STEPHEN	Participate on portion of co-chair call re executive comp and sale and plan process (1). Emails with R. Ringer re update email to UCC (.3); revise same (.4).	1.70	1,224.00
10/23/12	RINGER, RACHAEL L	Draft meeting minutes (.4), attend co-chair call (1.8), draft e-mail to the Committee re: case updates (.5), correspondence with D. Mannal re: same (.2), revise same (.5)	3.40	1,853.00
10/23/12	MANNAL, DOUGLAS	Prep for (.4); attend co-chair call (1.8)	2.20	1,738.00
10/23/12	ECKSTEIN, KENNETH H.	Attend portion of call with Committee co-chairs.	0.80	792.00
10/24/12	ALLARD, NATHANIEL	Prepare for (.6) and attend committee meeting (2.6)	3.20	1,328.00

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10/24/12	ZIDE, STEPHEN	Prepare for Committee meeting (.9); participate at Committee meeting re executive comp, plan negotiations, sale update and STN (2.6); follow up correspondence with K. Eckstein re same (.3).	3.80	2,736.00
10/24/12	MANNAL, DOUGLAS	Prep for (.4) and attend portion of Committee call (2.1)	2.50	1,975.00
10/24/12	FREJKA, ELISE S	Attend part of Committee call re: borrowers committee motion.	1.10	830.50
10/24/12	ECKSTEIN, KENNETH H.	Committee conf call re full agenda (2.6); review issues and prep for call (.5); follow-up call with co-chairs (.7).	3.80	3,762.00
10/24/12	RINGER, RACHAEL L	Prepare for (.5) and attend (2.6) Committee meeting; attend follow-up call with Committee co-chairs (.7); Draft e-mail to Committee members re: case updates, revise same (.3).	4.10	2,234.50
10/25/12	ZIDE, STEPHEN	Review update email and speak with R. Ringer re same.	0.20	144.00
10/25/12	FREJKA, ELISE S	Prepare for (.2) and participate in (1.1) Committee call regarding special counsel selection and retention.	1.30	981.50
10/25/12	RINGER, RACHAEL L	Draft and revise meeting minutes (1.3), send auction updates to committee members (.2), call with Committee re: borrower counsel (1.1), prepare for same (.4).	3.00	1,635.00
10/25/12	RINGER, RACHAEL L	Draft (.3) and revise (.1) update e-mail to Committee members re: case updates and recently filed pleadings; e-mails with D. Mannal re: same (.2).	0.60	327.00
10/26/12	RINGER, RACHAEL L	Draft update for Committee members re: case updates (.4), revise same and discuss same with D. Mannal (.4)	0.80	436.00
10/28/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.4), revise same (.2), e-mails with S. Zide and D. Mannal re: scheduling of next Committee call (.5).	1.10	599.50
10/29/12	ALLARD, NATHANIEL	Prepare for (.1) and call w/ R. Ringer re Committee call(.1), Committee call with Paulson (.8), and follow-up Committee call (.8); draft meeting minutes (.3)	2.10	871.50

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10/29/12	ECKSTEIN, KENNETH H.	Call with Committee co-chairs re prep for committee call (.8): committee conf call re exec comp, management (.8), Paulson Group presentation, plan issues (1.0).	2.60	2,574.00
10/29/12	MANNAL, DOUGLAS	Attend conference call with K. Eckstein, R. Ringer and S. Zide re (1.0); prep for (.4) and attend co-chair call (.8); attend Committee call (.8); attend all-hands call with Paulson and counsel re mediator (.9).	3.90	3,081.00
10/29/12	RINGER, RACHAEL L	Attend pre-call with D. Mannal, K. Eckstein, and S. Zide re: Committee Call (1.0); prepare for same (1.1); attend Committee call (.8) and follow up call with Paulson (.9); attend co-chair call re: prep for Committee call (.8).	4.60	2,507.00
10/29/12	ZIDE, STEPHEN	Email with R. Ringer re update to UCC (.2). Call with the committee re: case issues (.8); follow-up Committee call with Paulson (.9)	1.90	1,368.00
10/29/12	ECKSTEIN, KENNETH H.	Review materials re Committee call, discovery content, exec comp, RMBS issues (1.4); call with D. Mannal, R. Ringer, S. Zide re prep for call with Paulson Group, committee (.7)	2.10	2,079.00
10/29/12	ZIDE, STEPHEN	Call with D. Mannal, R. Ringer and K. Eckstein re: Committee call.	1.00	720.00
10/30/12	MANNAL, DOUGLAS	Revise draft Committee meeting minutes.	1.10	869.00
10/31/12	ALLARD, NATHANIEL	Draft meeting minutes for October Committee meetings.	3.50	1,452.50
10/31/12	RINGER, RACHAEL L	E-mails with Committee members re: case inquiries.	0.50	272.50
10/31/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates (.3), numerous revisions to same (.5), draft and revise e-mail to non-trustees re: additional updates (.5)	<u>1.30</u>	<u>708.50</u>
TOTAL			<u>228.30</u>	<u>\$159,396.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	3.70	3,663.00
TRACHTMAN, JEFFREY S.	PARTNER	4.70	4,183.00
MANNAL, DOUGLAS	PARTNER	10.20	8,058.00
HOROWITZ, GREGORY A.	PARTNER	6.30	5,449.50
FREJKA, ELISE S	SPEC COUNSEL	21.50	16,232.50
SIEGEL, CRAIG L	ASSOCIATE	11.70	8,716.50
ZIDE, STEPHEN	ASSOCIATE	1.10	792.00
MOSES, MATTHEW B	ASSOCIATE	9.40	6,439.00
DANIELS, ELAN	ASSOCIATE	0.90	630.00
RINGER, RACHAEL L	ASSOCIATE	20.90	11,390.50
KAUP, ANASTASIA N	ASSOCIATE	0.50	242.50
SHAIN, ALIYA	PARALEGAL	1.70	484.50
VANARIA, HUNTER	PARALEGAL	<u>1.50</u>	<u>465.00</u>
TOTAL		<u>94.10</u>	<u>\$66,746.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	SIEGEL, CRAIG L	Edit supplemental PwC objection (2.9); T/Cs w/ M. Moses re: FRB privilege research (.9); emails w/ R. Ringer re: edits to PwC supplemental objection (.3); draft portions of FRB request letter (1.5)	5.60	4,172.00
10/01/12	MOSES, MATTHEW B	Discuss case with C. Siegel re: privilege research (.9). Review cases cited in debtors' papers re: PwC motion (3.3); draft rider to supplemental objection re: same (2.1). Review case law re: same (.9).	7.20	4,932.00

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10/01/12	RINGER, RACHAEL L	E-mails with C. Siegel re: issues with PwC motion (.3), review draft objection re: same (.4), prepare and submit orders re: recently approved Committee motions/applications (.2), correspondence with C. Siegel re: draft objection (.6), revise same (1.3), correspondence with D. Mannal re: same (.3).	3.10	1,689.50
10/02/12	MOSES, MATTHEW B	Further review case law on issues with PwC Motion.	0.30	205.50
10/02/12	HOROWITZ, GREGORY A.	Review (1.0) and edit draft PwC objection (1.5); meeting w/C. Siegel re objection and production issues (1.5); meet with D. Mannal, R. Ringer re PWC discovery and resolution issues (.8)	4.80	4,152.00
10/02/12	MANNAL, DOUGLAS	Revise PWC response (.3); office conference with G. Horowitz and R. Ringer re same (.8)	1.10	869.00
10/02/12	MANNAL, DOUGLAS	Office conference with E. Frejka re motion to convert.	0.50	395.00
10/02/12	SIEGEL, CRAIG L	Research re: PwC supplemental objection (1.8); meet G. Horowitz re PwC objection and discovery (1.5); research and write email to Examiner re: PwC discovery responses (.3)	3.60	2,682.00
10/02/12	FREJKA, ELISE S	Review Papas motion to convert (.8); discuss response with D. Mannal (.5).	1.30	981.50
10/02/12	RINGER, RACHAEL L	Meet with D. Mannal and G. Horowitz re PwC discovery issues (.6); revise PwC objection (.5)	1.10	599.50
10/02/12	ECKSTEIN, KENNETH H.	Review PwC draft response (.5); comment on same (.2).	0.70	693.00
10/02/12	RINGER, RACHAEL L	Further revise PwC objection (.9), e-mails with D. Mannal and G. Horowitz re: same (.5).	1.40	763.00
10/03/12	KAUP, ANASTASIA N	Revise objection re: conversion (.3); emails w/ E. Frejka re: same (.2).	0.50	242.50
10/03/12	MOSES, MATTHEW B	Discuss assignment with C. Siegel.	0.20	137.00
10/03/12	HOROWITZ, GREGORY A.	Review revised supplemental objection to PWC retention (.8); review C. Siegel draft letter re PWC discovery (.2); edit same (.2); e-mails with C. Siegel, D. Mannal, K. Eckstein re same (.3)	1.50	1,297.50
10/03/12	SHAIN, ALIYA	Prepare for (.7), file (.5), and serve (.5) objection to convert to Chapter 7.	1.70	484.50
10/03/12	MANNAL, DOUGLAS	Revise PwC response (.6); call with K. Eckstein re: same (.8).	1.40	1,106.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	SIEGEL, CRAIG L	Draft discovery letter to debtors and AFI (.9); research (.3) and draft (.3) PwC supplemental objection; emails with K. Eckstein and D. Mannal re: PwC objection (.2); TC w/ MoFo re PwC discovery (.1)	1.80	1,341.00
10/03/12	FREJKA, ELISE S	Draft (2.4), edit (1.4) and revise (2.4) Committee response to Pappas motion to convert ; discuss response via email with R. Ringer and D. Mannal (.2); finalize same (.4); call with S. Martin regarding Lewis motion for contempt (.4); review same (.7).	7.90	5,964.50
10/03/12	ECKSTEIN, KENNETH H.	Review PWC pleading (1.4); call with D. Mannal, re PWC retention and response (.8)	2.20	2,178.00
10/03/12	RINGER, RACHAEL L	Revise PwC objection per K. Eckstein and D. Mannal comments (.8), e-mails with D. Mannal and K. Eckstein re: same (.3).	1.10	599.50
10/04/12	MOSES, MATTHEW B	Review case law on FRB discovery regulations (1.4); discuss findings with C. Siegel (.3)	1.70	1,164.50
10/04/12	VANARIA, HUNTER	Review supplemental PwC objection (.7); revise same (.3); prepare and file same and arrange for service (.5).	1.50	465.00
10/04/12	SIEGEL, CRAIG L	Review PwC discovery emails (.2); T/C with M. Moses re: discovery regulations (.3)	0.50	372.50
10/04/12	FREJKA, ELISE S	Prepare for call with P. Papas by reviewing pleadings and exhibits (1.2); call with P. Papas, R. Ringer regarding motion to convert and inquiries (.4); follow up calls with S. Martin regarding same and Papas motion (.7); review Attorney General Complaint regarding MERS violations (1.2); call with E. Richards regarding general MERS background and Papas motion (.4).	3.90	2,944.50
10/04/12	RINGER, RACHAEL L	Revise PwC pleading (3.2), e-mails to Committee members re: same (.4); call with E. Frejka and P. Papas re motion to convert (.4).	4.00	2,180.00
10/04/12	ECKSTEIN, KENNETH H.	Call w/ G. Lee re PWC hearing and proposal (.4)	0.40	396.00
10/05/12	ECKSTEIN, KENNETH H.	Call with G. Lee re FRB and PWC issues (.4)	0.40	396.00
10/05/12	TRACHTMAN, JEFFREY S.	Review case law, memos, and outline for PwC objection (2.5).	3.30	2,937.00
10/07/12	MANNAL, DOUGLAS	Revise draft letter to FRB re PWC fees (1.7); emails with K. Eckstein re same (.2); emails with R. Ringer re same (.3); revise same (1.4)	3.60	2,844.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/07/12	DANIELS, ELAN	Email correspondence with T. Goren regarding US Bank Stipulation (.5);	0.50	350.00
10/07/12	RINGER, RACHAEL L	Draft letter to the FRB re: PwC and Consent Order issues (1.3), revise same (.5), further revise same with D. Mannal comments (.6), correspondence with D. Mannal re: same (.4), review and finalize draft letter to the FRB (.4).	3.20	1,744.00
10/08/12	DANIELS, ELAN	T/C with R. Ringer regarding PWC Order (.4)	0.40	280.00
10/08/12	MANNAL, DOUGLAS	Revise letter to FRB re PWC payments and consent order (2.9); revise PWC interim order (.4); office conference with R. Ringer re same (.1)	3.40	2,686.00
10/08/12	SIEGEL, CRAIG L	Review and analyze debtors' PwC submission	0.20	149.00
10/08/12	RINGER, RACHAEL L	Review PwC order (.8), discussions with D. Mannal re: same (.1), call with R. Schrock re: PwC and hearing issues, follow up e-mail to D. Mannal re: same (.2), further revise PwC order and e-mails with D. Mannal re: same (.4), discussion with E. Daniels re: same (.4), revise letter to the FRB re: PwC motion (.3).	2.20	1,199.00
10/09/12	RINGER, RACHAEL L	Revise letter re: PwC issues (.4),	0.40	218.00
10/09/12	RINGER, RACHAEL L	Review revised PwC interim order re: AFI changes (.5).	0.50	272.50
10/10/12	FREJKA, ELISE S	Analyze Taggart rebuttal to objection to Taggart motion.	0.60	453.00
10/15/12	MANNAL, DOUGLAS	Email with FTI re escrow for subservicing.	0.20	158.00
10/17/12	ZIDE, STEPHEN	Emails re borrower committee motion with R Ringer (.5); analyze issues re: same (.4); follow-up discussions with E. Frejka re: same (.2).	1.10	792.00
10/17/12	FREJKA, ELISE S	Discuss Chambers conference regarding Borrowers Committee motion with S. Zide (.2)	0.20	151.00
10/18/12	FREJKA, ELISE S	Call with G. Lee regarding motion to appoint borrower committee (.4); call with B. Masumoto regarding same (.3); internal discussions with S. Zide, D. Mannal regarding same (.6); call with G. Lee and B. Masumoto regarding committee position on retention of counsel (.2); Chambers call regarding same (.4) internal follow up of scope of work and outline credentials (1.3); email summary of status of motion (.2).	3.40	2,567.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/12	RINGER, RACHAEL L	E-mails with E. Frejka re: borrower committee (.2).	0.20	109.00
10/23/12	FREJKA, ELISE S	Review and analysis of decision denying appointment of Borrowers committee (.6); call with R. Ringer regarding borrowers committee opinion (.4)	1.00	755.00
10/23/12	TRACHTMAN, JEFFREY S.	Emails with N. Allard, R. Ringer, J. Shifer re borrower motions (.6); review materials on borrower motion decision (.8).	1.40	1,246.00
10/23/12	RINGER, RACHAEL L	Review opinion denying borrower committee motion (.3), draft e-mail to the Committee re: same (.5), email with D. Mannal re: open items (.2), discussions with E. Frejka re: borrower committee opinion (.4)	1.40	763.00
10/28/12	RINGER, RACHAEL L	Draft e-mail to counsel for Committee members re: draft bondholder motion (.3), e-mails with S. Zide re: same (.2), review draft bondholder motion (.7); review Debtors' motion to make remediation payments (.8), e-mail to S. Zide and D. Mannal re: recommendation on same (.3).	2.30	1,253.50
10/29/12	FREJKA, ELISE S	Analysis of FHFA pleadings in preparation for joint conference before Judges Cote and Glenn.	<u>3.20</u>	<u>2,416.00</u>
TOTAL			<u>94.10</u>	<u>\$66,746.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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Invoice No. 609753**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	4.60	4,554.00
BENTLEY, PHILIP	PARTNER	5.40	4,671.00
O'NEILL, P. BRADLEY	PARTNER	5.10	4,029.00
KAUFMAN, PHILIP	PARTNER	14.00	13,160.00
BESSONETTE, JOHN	PARTNER	1.80	1,422.00
MANNAL, DOUGLAS	PARTNER	6.90	5,451.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	7.50	5,625.00
FREJKA, ELISE S	SPEC COUNSEL	3.90	2,944.50
WARSHALL-KATZ, ARIELLE	ASSOCIATE	10.20	7,140.00
ZIDE, STEPHEN	ASSOCIATE	5.40	3,888.00
RINGER, RACHAEL L	ASSOCIATE	6.40	3,488.00
DUNLAP, JEFFREY	ASSOCIATE	2.00	1,090.00
ALLARD, NATHANIEL	ASSOCIATE	0.20	83.00
STACKPOOLE, ANNE	PARALEGAL	5.90	1,740.50
SHAIN, ALIYA	PARALEGAL	10.00	2,850.00
VANARIA, HUNTER	PARALEGAL	<u>0.20</u>	<u>62.00</u>
<u>TOTAL</u>		<u>89.50</u>	<u>\$62,198.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	VANARIA, HUNTER	Circulate hearing transcript.	0.20	62.00
10/04/12	BENTLEY, PHILIP	Prepare for (.4) and attend bankruptcy court discovery conference re: RMBS issues (1.5).	1.90	1,643.50
10/04/12	MANNAL, DOUGLAS	Attend portion of RMBS discovery conference telephonically.	1.10	869.00
10/04/12	ZIDE, STEPHEN	Listen to discovery status conference on RMBS dispute.	1.00	720.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/12	KAUFMAN, PHILIP	Prepare for (1.8) and attend hearing before Court re: RMBS discovery (1.5).	3.30	3,102.00
10/04/12	BENTLEY, PHILIP	Prep for RMBS hearing re: discovery issues.	0.40	346.00
10/04/12	SCHULMAN, BRENDAN M.	Draft outline of argument for court conference (3.6); attend at SDNY court re conference concerning discovery issues (1.5)	5.10	3,825.00
10/04/12	DUNLAP, JEFFREY	Attend RMBS court conference (1.5)); draft summary of court hearing (.5)	2.00	1,090.00
10/04/12	WARSHALL-KATZ, ARIELLE	Draft outline for discovery conference (1.2); Prepare for (.9) and attend court conference re RMBS discovery issues (1.5)	3.60	2,520.00
10/08/12	SHAIN, ALIYA	Prepare hearing binders for October 10, 2012 Hearing.	3.50	997.50
10/09/12	RINGER, RACHAEL L	Prepare for 10/10 hearing (.5); review documents re: same (.6).	1.10	599.50
10/10/12	BESSONETTE, JOHN	Attend portion of hearing telephonically re: sale issues/pre-auction objections.	1.80	1,422.00
10/10/12	RINGER, RACHAEL L	Prep for (1.5) and attend (2.3) hearing.	3.80	2,071.00
10/10/12	ZIDE, STEPHEN	Prepare for hearing re pre auction objections (.5); emails with R. Ringer, D. Mannal and K. Eckstein in advance of hearing (.2); speak with A. Barrage re pre auction objections (.1); attend portion of hearing on RMBS status and pre auction objections (1.8).	2.60	1,872.00
10/10/12	BENTLEY, PHILIP	Attend bankruptcy court conference re 9019 motion.	2.30	1,989.50
10/10/12	MANNAL, DOUGLAS	Prep for (2.2); attend hearing on RMBS scheduling order and lift stay motions (2.3); attend chambers conference re privilege issues and other discovery related issues (.9)	5.40	4,266.00
10/10/12	FREJKA, ELISE S	Prepare for (1.6) and attend court hearing re: lift-stays and RMBS order (2.3).	3.90	2,944.50
10/10/12	ECKSTEIN, KENNETH H.	Prep for (.1) and attend omnibus hearing re: RMBS pre -auction objections issues (2.3).	2.40	2,376.00
10/10/12	KAUFMAN, PHILIP	Prepare for (6.1) attend court hearing (2.3) re: scheduling, discovery issues; attend chambers conference re: same (.9); discussions with A. Katz re: same (1.4).	10.70	10,058.00
10/10/12	WARSHALL-KATZ, ARIELLE	Prepare for (2.9) and attend portion of court conference re: RMBS issues (2.3); discussions with P. Kaufman re same (1.4)	6.60	4,620.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/12	BENTLEY, PHILIP	Prep for bankruptcy court re: RMBS status conference.	0.80	692.00
10/10/12	SCHULMAN, BRENDAN M.	Attend at court for omnibus hearing concerning electronic discovery and related matters (2.4)	2.40	1,800.00
10/15/12	SHAIN, ALIYA	Prepare materials for 10/17/2012 hearing.	2.50	712.50
10/17/12	ALLARD, NATHANIEL	Prepare for hearing.	0.20	83.00
10/17/12	ZIDE, STEPHEN	Prepare for (.5) and participate at hearing re DIP, KEIP and pre auction objections (.5). Post hearing chambers conf with judge, USTR and Debtors (.4); post discussions with D. Mannal and R. Ringer re: same (.4).	1.80	1,296.00
10/17/12	MANNAL, DOUGLAS	Office conference with S. Zide and R. Ringer re hearing and chambers conference	0.40	316.00
10/17/12	RINGER, RACHAEL L	Prepare for (.6) and attend (.5) Court conference, discussions with S. Zide and D. Mannal re: chambers conference (.4)	1.50	817.50
10/17/12	ECKSTEIN, KENNETH H.	Prepare for Court hearing re: pre-auction objections.	2.20	2,178.00
10/26/12	SHAIN, ALIYA	Prepare hearing binders re: FHFA dispute for E. Frejka	4.00	1,140.00
10/26/12	STACKPOOLE, ANNE	Organize documents in preparation for court conference re: RMBS.	2.40	708.00
10/29/12	O'NEILL, P. BRADLEY	Prep for oral argument re: Committee standing motion.	3.60	2,844.00
10/30/12	O'NEILL, P. BRADLEY	Prep for oral argument re: Committee standing motion.	1.50	1,185.00
10/31/12	STACKPOOLE, ANNE	Organize documents in preparation for court conference re: RMBS.	<u>3.50</u>	<u>1,032.50</u>
TOTAL			<u>89.50</u>	<u>\$62,198.00</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	13.20	13,068.00
MANNAL, DOUGLAS	PARTNER	9.70	7,663.00
RITTER, PAUL M	PARTNER	20.40	16,626.00
ZIDE, STEPHEN	ASSOCIATE	24.10	17,352.00
RINGER, RACHAEL L	ASSOCIATE	12.80	6,976.00
ALLARD, NATHANIEL	ASSOCIATE	<u>0.40</u>	<u>166.00</u>
TOTAL		<u>80.60</u>	<u>\$61,851.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	MANNAL, DOUGLAS	Review exec compensation presentation (.4); email with Alix re questions on same (.4)	0.80	632.00
10/01/12	RITTER, PAUL M	Review e-mail chain among D. Mannal, R. Ringer and A. Holtz re: executive compensation presentation.	0.50	407.50
10/02/12	MANNAL, DOUGLAS	Call with R. Ringer re executive comp	1.00	790.00
10/02/12	RITTER, PAUL M	Email exchange with A. Holtz re: executive compensation presentation (.1); email exchanges with R. Ringer re: same (.1); review notes and presentations regarding approval process for ResCap top three executives and AFI's liability for prepetition amounts AFI is assuming (.2); telephone call with R. Ringer and J. Wishnew regarding same (.3); review J. Wishnew's answers to S. Zide (.1).	0.80	652.00
10/02/12	RINGER, RACHAEL L	Call with D. Mannal and P. Ritter re: executive comp (1.0) analyze issues re: same (.7); call with P. Ritter and J. Wishnew re: same (.3).	2.00	1,090.00
10/03/12	ZIDE, STEPHEN	Emails and calls with J. Wishnew re comp agreement (.5); discuss with A. Holtz re same (.3)	0.80	576.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	RITTER, PAUL M	Emails from S. Zide regarding dealing with OSM.	1.00	815.00
10/04/12	ZIDE, STEPHEN	Email with Kirkland re TARP (.1). Call with MoFo, P. Ritter re AFI equity motion (1); follow up email with A. Holtz re same (.4); emails with A. Holtz and P. Ritter re comp metrics (.4); email summary to K. Eckstein and D. Mannal re same (1).	2.90	2,088.00
10/04/12	RITTER, PAUL M	Research regarding TARP and OSM rules for equity grants.	2.50	2,037.50
10/04/12	RITTER, PAUL M	Telephone call with S. Zide and MoFo re AFI equity	1.00	815.00
10/04/12	ECKSTEIN, KENNETH H.	Analyze executive compensation issues.	0.60	594.00
10/04/12	ECKSTEIN, KENNETH H.	Email correspondence with G. Lee re exec comp (.3).	0.30	297.00
10/05/12	MANNAL, DOUGLAS	Office conference with S. Zide re executive compensation (1.1); review proposal re same (.3)	1.40	1,106.00
10/05/12	RITTER, PAUL M	Research regarding TARP and OSM rules (2.2); send email to S. Zide re: same (.3).	2.50	2,037.50
10/05/12	ZIDE, STEPHEN	Call with Kirkland re TARP issues (.2). Emails with K. Eckstein, D. Mannal, R. Ringer and P. Ritter re executive comp (.3). Meet with D. Mannal re: executive management issues (1.1); calls with J. Dubel re same (.5).	2.10	1,512.00
10/06/12	ZIDE, STEPHEN	Emails re executive compensation with P. Ritter.	0.20	144.00
10/08/12	RINGER, RACHAEL L	Review DIP orders re: executive compensation	1.80	981.00
10/08/12	RINGER, RACHAEL L	Numerous e-mails re: executive compensation issues with D. Mannal and S. Zide (.6).	0.60	327.00
10/09/12	MANNAL, DOUGLAS	Email with K. Eckstein re management issue	0.30	237.00
10/10/12	RINGER, RACHAEL L	Call with S. Zide and P. Ritter re: exec comp issues (.5), call with MoFo re: same (.9); follow-up emails with S. Zide re: same (.5).	1.90	1,035.50
10/10/12	ZIDE, STEPHEN	Calls with P. Ritter and R. Ringer in advance of AFI/MoFo Tarp call re: executive compensation issues (.5); call with AFI and MoFo re same (.9).	1.40	1,008.00
10/10/12	RITTER, PAUL M	Telephone calls with S. Zide and R. Ringer re: executive comp issues regarding telephone call with J. Wishnew.	0.50	407.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/12	ZIDE, STEPHEN	Emails with J. Wishnew re employee release issue (.3); review revised language (.1); emails with A. Holtz and P. Ritter re same (.3). Emails with J. Wishnew re KEIP order (.2); review same (.2).	1.10	792.00
10/12/12	RITTER, PAUL M	Call with Kirkland, MoFo re AFI comp release (1.0); c/w S. Zide re issues to same (.3).	1.30	1,059.50
10/12/12	ZIDE, STEPHEN	Call with P. Ritter re revisions to Ally release provision (.4); revise same (1.1); calls with K. Eckstein re same (.3).	1.80	1,296.00
10/12/12	RINGER, RACHAEL L	Review KEIP article, e-mails with D. Mannal and J. Dubel re: same (.2), revise release language (.5), emails with K. Eckstein re: executive comp issues (.2)	0.90	490.50
10/12/12	ECKSTEIN, KENNETH H.	Call with Kirkland, MoFo re AFI comp release (1.0); c/w S. Zide re issues (.3).	1.30	1,287.00
10/14/12	ZIDE, STEPHEN	Revise AFI limited release on comp (1.2); emails with R. Ringer re same (.2); email K. Eckstein re same (.1); email J. Wishnew re same (.1).	1.60	1,152.00
10/14/12	MANNAL, DOUGLAS	Mark-up talking points re corporate governance.	1.40	1,106.00
10/14/12	RITTER, PAUL M	Review revised drafts of release.	0.50	407.50
10/14/12	RINGER, RACHAEL L	Draft talking points re: management compensation issues (.8), review language re: release (.4), revise same (.3) e-mails with S. Zide re: same (.2), revise talking points re: management comp issues (.2)	1.90	1,035.50
10/14/12	ECKSTEIN, KENNETH H.	Review revised AFI release.	0.60	594.00
10/15/12	MANNAL, DOUGLAS	Email with P. McElvain re executive compensation issues (.2); revise talking points for co-chair re same (1.8)	2.00	1,580.00
10/15/12	RINGER, RACHAEL L	Draft talking points re: executive compensation issues (.7), revise same (.2)	0.90	490.50
10/15/12	ECKSTEIN, KENNETH H.	Meeting with D. Mannal re executive comp (1.1); Review Marano talking points re: same (.6).	1.70	1,683.00
10/16/12	MANNAL, DOUGLAS	Review proposed release of AFI re payment of executive management's AFI stock	0.30	237.00
10/16/12	RITTER, PAUL M	Review revised AFI comp release (.3); respond (.4) to S. Zide's email regarding same.	0.70	570.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/16/12	ZIDE, STEPHEN	Review revised release language from MoFo (.3); emails with N. Simon and MoFo re same (.4). Emails with K. Eckstein, A. Holtz and the MoFo re executive comp issues (.6); revise presentation to the UCC re same (.4).	1.70	1,224.00
10/16/12	ECKSTEIN, KENNETH H.	T/c with J. Dubel re comp issues (.3).	0.30	297.00
10/18/12	ALLARD, NATHANIEL	Research re: KERP motion (.2), email w/ S. Zide and Alix re: same (.2)	0.40	166.00
10/18/12	MANNAL, DOUGLAS	TCF with AFI and Debtors re executive compensation	0.60	474.00
10/18/12	RITTER, PAUL M	Draft comments on release (.5); review S. Zide comments (.5); review KERP amendment (.3).	1.30	1,059.50
10/18/12	ZIDE, STEPHEN	Emails with P. Ritter re AFI release in comp motion (.4). Call with AFI, MoFo and K. Eckstein re executive comp and release issues (.6); follow up with K. Eckstein re same (.3). review KERP amendment and emails with Alix re same (.8).	2.10	1,512.00
10/18/12	ECKSTEIN, KENNETH H.	Call with co-chairs, Alix and S. Zide re exec comp (.6); emails with S. Zide re: same (.3).	0.90	891.00
10/19/12	RITTER, PAUL M	Review revised executive comp release.	0.30	244.50
10/19/12	ZIDE, STEPHEN	Review revised limited release from Debtors (.2); email K. Eckstein re same (.1).	0.30	216.00
10/20/12	MANNAL, DOUGLAS	Email with S. Zide re proposed AFI release language (.4); revise same (.8)	1.20	948.00
10/20/12	ZIDE, STEPHEN	Emails with D. Mannal and K. Eckstein re comp release issues (.4); analyze issues re: same (.5).	0.90	648.00
10/21/12	ZIDE, STEPHEN	Emails with K. Eckstein, D. Mannal and counsel to chairs re limited AFI release under comp deal (.4); detailed email to K. Eckstein re open issues in same (1); revise document on same (.4); emails with R. Ringer re same (.3); review term sheet re same (1.1); email to K. Eckstein re same (.3); call with K. Eckstein re open issues on same (.6); revise document re same (.2); email counsel to co-chairs same (.2); emails with G. Lee, K. Eckstein and J. Wishnew re same (.5).	5.00	3,600.00
10/21/12	ECKSTEIN, KENNETH H.	Review revised release (.5); call with S. Heisler from K&E re: same (.6); call with S. Zide re revisions (.6); call with G. Lee re issues and review (.5)	2.20	2,178.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/12	RINGER, RACHAEL L	E-mails with S. Zide re: AFI release with executive compensation (.2), e-mails with S. Zide re: executive compensation term sheet, review same (.4).	0.60	327.00
10/22/12	ZIDE, STEPHEN	Speak with K. Eckstein re limited release for exec comp (.3); emails with the Debtors re same (.2); revise email to UCC re same (.1). Emails and speak with D. Mannal re executive comp issues (.3).	0.90	648.00
10/22/12	MANNAL, DOUGLAS	TCF/email with S. Zide re executive compensation	0.30	237.00
10/22/12	ECKSTEIN, KENNETH H.	Review AFI compensation releases (.6); call with S. Zide re: executive compensation (.3), consult with co-chairs re same (.4).	1.30	1,287.00
10/23/12	MANNAL, DOUGLAS	Emails with A. Holtz and R. Ringer re executive compensation and release	0.40	316.00
10/24/12	ZIDE, STEPHEN	Review bullet points on executive comp (.2); email D. Mannal and R. Ringer re same (.2).	0.40	288.00
10/24/12	ECKSTEIN, KENNETH H.	Revise talking points for direction meeting (.7).	0.70	693.00
10/24/12	RINGER, RACHAEL L	Draft talking points re: executive compensation issues (.8), revise same per comments from D. Mannal and K. Eckstein (.8)	1.60	872.00
10/25/12	RITTER, PAUL M	Revise and individualize award agreements (1.3); send individual award agreement to each director (2.2)	3.50	2,852.50
10/25/12	ECKSTEIN, KENNETH H.	Meet with G. Lee, J. Tannenbaum re executive compensation/ senior management.	0.80	792.00
10/25/12	ECKSTEIN, KENNETH H.	Call w/J. Dubel, J. Becker re meeting with G. Lee and update on management (.8); call w/FTI re: same (.5)	1.30	1,287.00
10/26/12	ECKSTEIN, KENNETH H.	Call w/co-chairs re management issues, status of director discussions (.6)	0.60	594.00
10/29/12	ZIDE, STEPHEN	Emails with J. Wishnew re executive compensation motion (.4); review draft motion and exhibits to same (.5).	0.90	648.00
10/31/12	RITTER, PAUL M	Review declaration by A. Janiczek re: executive compensation.	3.00	2,445.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/12	RITTER, PAUL M	Telephone calls with M. Lauerman of ResCap regarding the restricted stock grants to Directors (.6); review documentation of 2011 Restricted Stock grant (.4)	1.00	815.00
10/31/12	RINGER, RACHAEL L	Review executive compensation motion (.3), e-mails with S. Zide re: open issues (.3)	0.60	327.00
10/31/12	ECKSTEIN, KENNETH H.	T/c J. Dubel, J. Becker re comp, management and Marano discussions (.6).	<u>0.60</u>	<u>594.00</u>
TOTAL			<u>80.60</u>	<u>\$61,851.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	2.40	2,376.00
O'NEILL, P. BRADLEY	PARTNER	18.10	14,299.00
MANNAL, DOUGLAS	PARTNER	12.00	9,480.00
FREJKA, ELISE S	SPEC COUNSEL	6.30	4,756.50
LEVINE, ADINA C	ASSOCIATE	0.80	548.00
ZIDE, STEPHEN	ASSOCIATE	2.70	1,944.00
SHIFER, JOSEPH A	ASSOCIATE	0.20	134.00
DANIELS, ELAN	ASSOCIATE	0.20	140.00
RINGER, RACHAEL L	ASSOCIATE	9.20	5,014.00
ALLARD, NATHANIEL	ASSOCIATE	<u>12.30</u>	<u>5,104.50</u>
TOTAL		<u>64.20</u>	<u>\$43,796.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/04/12	MANNAL, DOUGLAS	Analyze issues re: monoline claims.	1.30	1,027.00
10/04/12	FREJKA, ELISE S	Analyze assets and liabilities of SPE entities, including lien search and property searches.	2.60	1,963.00
10/04/12	ECKSTEIN, KENNETH H.	Prepare for (1.2) and meet with Moelis re claims, settlement issues, plan issues (1.2);	2.40	2,376.00
10/05/12	ALLARD, NATHANIEL	Emails w/ D. Mannal and R. Ringer re: claims	0.20	83.00
10/05/12	MANNAL, DOUGLAS	Review monoline insolvencies (1.7); research monoline claims (.8)	2.50	1,975.00
10/06/12	ALLARD, NATHANIEL	Analyze issues re: monoline claims.	1.00	415.00
10/08/12	ALLARD, NATHANIEL	Review potential claims (.6), research re: same (.8), draft email to D. Mannal and R. Ringer re same (.3)	1.70	705.50
10/10/12	ALLARD, NATHANIEL	Research re: repurchase claims in bankruptcy (1.4); review case law re same (1.1)	2.50	1,037.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/11/12	ALLARD, NATHANIEL	Review settlement agreements (1.0), research case law re: repurchase claims (.6), draft email to D. Mannal & R. Ringer re: same (.7)	2.30	954.50
10/12/12	FREJKA, ELISE S	Call with N. Rosenbaum regarding settlement issues and claims allowance (.4); follow up research regarding same and basis to allow (1.4); review borrower claims (1.9).	3.70	2,793.50
10/16/12	RINGER, RACHAEL L	Research re: treatment of claims in bankruptcy.	0.20	109.00
10/16/12	DANIELS, ELAN	Email correspondence with K. Drye regarding proof of claim stipulation issues.	0.20	140.00
10/17/12	SHIFER, JOSEPH A	Emails with E. Frejka re schedules/SOFAs issue.	0.20	134.00
10/18/12	ALLARD, NATHANIEL	Review complaints against debtors and non-debtor affiliates (2.4); review dockets for updates re: same (1.3); draft memo re same (.9)	4.60	1,909.00
10/18/12	ZIDE, STEPHEN	Emails with Alix re claims administration (.5). Emails with T. Goren re bar date (.4).	0.90	648.00
10/19/12	ZIDE, STEPHEN	Email with MoFo re bar date.	0.10	72.00
10/22/12	ZIDE, STEPHEN	Calls with RMBS Trustees and the Debtors re bar date.	1.00	720.00
10/24/12	O'NEILL, P. BRADLEY	Meeting A. Levine and R. Ringer re Monoline claims (.8); review complaints and memos re: same (4.0).	4.80	3,792.00
10/24/12	LEVINE, ADINA C	Meeting with B. O'Neill and R. Ringer re: monoline claims.	0.80	548.00
10/25/12	O'NEILL, P. BRADLEY	Analyses re: monoline claims (1.7); review memos and materials re: same (2.6).	4.30	3,397.00
10/25/12	RINGER, RACHAEL L	Research re: put-back claims.	0.90	490.50
10/25/12	RINGER, RACHAEL L	Call with Jones Day re: monoline claims (1.0).	1.00	545.00
10/25/12	RINGER, RACHAEL L	Review relevant documents re: monoline claims and causes of action (1.3), research re: same (.6)	1.90	1,035.50
10/26/12	ZIDE, STEPHEN	Review bar date proposal.	0.40	288.00
10/26/12	O'NEILL, P. BRADLEY	Meeting with MBIA re: monoline, claims (2.5); prepare for same (1.0) review complaints and relevant materials re: monoline claims (1.7).	5.20	4,108.00
10/26/12	RINGER, RACHAEL L	Research re: monoline claims (.6), e-mails with D. Mannal re: same (.2), attend meeting with MBIA re: claims and case issues (2.5)	3.30	1,798.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/26/12	RINGER, RACHAEL L	Continue review of relevant documents re: monoline claims asserted against the Debtors (1.1).	1.10	599.50
10/29/12	O'NEILL, P. BRADLEY	Review complaints (1.5) and memos (1.0) re: monoline claims.	2.50	1,975.00
10/29/12	MANNAL, DOUGLAS	Email to R. Ringer re Monoline claims (.5); research re same (.8).	1.30	1,027.00
10/29/12	ZIDE, STEPHEN	Emails with D. Mannal and K. Eckstein re Trustee bar date.	0.30	216.00
10/30/12	MANNAL, DOUGLAS	Research re: monoline claims.	3.10	2,449.00
10/31/12	RINGER, RACHAEL L	Draft e-mail to P. Bentley, A. Levine, D. Mannal, and B. O'Neill re: monoline claims (.4), call with D. Mannal re: same (.4).	0.80	436.00
10/31/12	MANNAL, DOUGLAS	Research monoline claims (2.8); TCF with R. Ringer re same (.4); revise memo re same (.6).	3.80	3,002.00
10/31/12	O'NEILL, P. BRADLEY	Review materials re: monoline claims.	<u>1.30</u>	<u>1,027.00</u>
TOTAL			<u>64.20</u>	<u>\$43,796.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)December 31, 2012
Invoice No. 609753**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	1.00	790.00
FREJKA, ELISE S	SPEC COUNSEL	4.50	3,397.50
ZIDE, STEPHEN	ASSOCIATE	1.30	936.00
RINGER, RACHAEL L	ASSOCIATE	1.50	817.50
ALLARD, NATHANIEL	ASSOCIATE	14.60	6,059.00
SHAIN, ALIYA	PARALEGAL	<u>0.30</u>	<u>85.50</u>
TOTAL		<u>23.20</u>	<u>\$12,085.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log.	0.20	83.00
10/04/12	ZIDE, STEPHEN	Call with ResCap creditor re: case inquiries	0.40	288.00
10/05/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from email log re: case inquiries	0.20	83.00
10/05/12	ZIDE, STEPHEN	Review 1102 notice (.1); email R. Ringer re same (.1).	0.20	144.00
10/05/12	SHAIN, ALIYA	Send unsecured Creditor's Notice to R. Ringer.	0.30	85.50
10/08/12	MANNAL, DOUGLAS	TCF with bondholder re efforts to obtain information from the Debtors.	0.40	316.00
10/09/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call log.	0.30	124.50
10/10/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log.	0.20	83.00
10/10/12	RINGER, RACHAEL L	Call with creditor re: case inquiries.	0.10	54.50
10/10/12	MANNAL, DOUGLAS	TCF with bondholders re plan issues and lack of independence at Debtors.	0.60	474.00
10/16/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log	0.60	249.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log	0.10	41.50
10/18/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log	0.30	124.50
10/19/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log.	0.20	83.00
10/19/12	ZIDE, STEPHEN	Emails with E. Frejka and R. Ringer re new counsel for borrower issues.	0.50	360.00
10/22/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/email log.	1.10	456.50
10/23/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call and e-mail log (2.7), meet w/ R. Ringer re: same (.4)	3.10	1,286.50
10/23/12	RINGER, RACHAEL L	Discussions with N. Allard re: creditor inquiries from call and email log.	0.40	218.00
10/24/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call and email log	0.40	166.00
10/25/12	ALLARD, NATHANIEL	Respond to creditor case inquiries.	2.00	830.00
10/25/12	ZIDE, STEPHEN	Speak with creditor re: claims and case inquiries	0.20	144.00
10/25/12	FREJKA, ELISE S	Review open matters for special counsel to address (1.0); emails with R. Friedman regarding same and strategy (.3).	1.30	981.50
10/25/12	RINGER, RACHAEL L	Meeting with E. Frejka re: creditor case inquiries (.4).	0.40	218.00
10/26/12	ALLARD, NATHANIEL	Respond to creditor case inquiries from call/e-mail log (1.5); T/C w. MoFo, Epiq, KCC, SilvermanAcampora re: new Special Counsel (1.0); follow up emails w/ E. Frejka and R. Friedman re: same (.2); compile chart re responses (.9) and email same to E. Frejka, Epiq, R. Friedman (.2)	3.80	1,577.00
10/26/12	FREJKA, ELISE S	Call with Committee Professionals, Debtors Professionals and SilvermanAcampora regarding transition of calls to special counsel and preparation for same (2.3); review outstanding call log and follow up regarding open issues (.6); t/c with R. Ringer re: borrower inquiries (.3).	3.20	2,416.00
10/26/12	RINGER, RACHAEL L	Discussions with E. Frejka re: borrower case inquiries.	0.30	163.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/12	ALLARD, NATHANIEL	Respond to creditor case inquiries (1.1); update call and e-mail logs re: same (.4); email with R. Ringer re: same (.2)	1.70	705.50
10/31/12	ALLARD, NATHANIEL	Review creditor case inquiries, email w/ R. Ringer re: same	0.40	166.00
10/31/12	RINGER, RACHAEL L	E-mails with S. Zide and N. Allard re: creditor case inquiries.	<u>0.30</u>	<u>163.50</u>
TOTAL			<u>23.20</u>	<u>\$12,085.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)December 31, 2012
Invoice No. 609753**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.40	396.00
MANNAL, DOUGLAS	PARTNER	4.70	3,713.00
FREJKA, ELISE S	SPEC COUNSEL	17.10	12,910.50
ZIDE, STEPHEN	ASSOCIATE	2.10	1,512.00
SHIFER, JOSEPH A	ASSOCIATE	0.30	201.00
RINGER, RACHAEL L	ASSOCIATE	6.40	3,488.00
ALLARD, NATHANIEL	ASSOCIATE	0.30	124.50
SHAIN, ALIYA	PARALEGAL	<u>1.50</u>	<u>427.50</u>
TOTAL		<u>32.80</u>	<u>\$22,772.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	MANNAL, DOUGLAS	Review (.2) and comment on scope of Borrower's special counsel (1.1)	1.30	1,027.00
10/07/12	ZIDE, STEPHEN	Review Pachulski retention application (.5); email R. Ringer and D. Mannal re same (.3).	0.80	576.00
10/08/12	RINGER, RACHAEL L	Revise Pachulski retention application.	0.50	272.50
10/10/12	RINGER, RACHAEL L	Revise Pachulski retention app (.2), e-mails with F. Carruzzo re: conflicts issues (.1)	0.30	163.50
10/11/12	RINGER, RACHAEL L	E-mail with B. Herzog re: KPMG declaration.	0.10	54.50
10/12/12	RINGER, RACHAEL L	E-mails with D. Mannal and UST re: Pachulski retention application.	0.20	109.00
10/16/12	SHAIN, ALIYA	Proof-read Kelly Third Declaration in support of AlixPartners retention (.5); coordinate for filing of same (.5); file and serve same (.5).	1.50	427.50
10/17/12	SHIFER, JOSEPH A	Review of AlixPartners supplemental declaration (.2), follow up conf with R. Ringer re same (.1).	0.30	201.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/12	RINGER, RACHAEL L	Revise Pachulski retention application (.4); t/c with J. Shifer re: Alix declaration (.1)	0.50	272.50
10/17/12	FREJKA, ELISE S	Review candidates for special counsel (.8); emails with D. Mannal regarding same (.3); follow up emails with S. Zide regarding same (.2).	1.30	981.50
10/18/12	ZIDE, STEPHEN	Emails with R. Ringer and E. Frejka re borrower committee and borrower inquiries.	0.50	360.00
10/19/12	FREJKA, ELISE S	Draft scope of work for special counsel application.	0.60	453.00
10/19/12	FREJKA, ELISE S	Numerous calls to interview prospective special counsel for borrower specific issues.	2.60	1,963.00
10/19/12	RINGER, RACHAEL L	E-mails with Pachulski re: Pachulski retention application (.4).	0.40	218.00
10/22/12	ALLARD, NATHANIEL	Emails w/ R. Ringer re: Pachulski retention application	0.30	124.50
10/22/12	FREJKA, ELISE S	Calls with potential counsel regarding engagement as special counsel (.6); calls with potential counsel regarding engagement as special counsel (.4); revise scope of work to be performed by special counsel (1.3); call with N. Rosenbaum, N. Moss regarding same and debtors comments (.2) revise email to committee re: same (.2); call with Chambers regarding submission (.1).	2.80	2,114.00
10/22/12	MANNAL, DOUGLAS	Coordinate Borrower's committee counsel selection.	1.10	869.00
10/22/12	RINGER, RACHAEL L	Review Pachulski retention application (.5), revise same (.6)	1.10	599.50
10/23/12	RINGER, RACHAEL L	Discussion with UST re: Pachulski retention (.2), e-mail to S. Zide, D. Mannal, K. Eckstein re: same (.3), e-mails with R. Feinstein re: same (.2), call with R. Feinstein re: same (.2), emails with S. Zide re: same (.1)	1.00	545.00
10/23/12	FREJKA, ELISE S	Review candidates for retention as special counsel to Committee to address borrower specific issues (1.3) and interview attorneys for qualifications, conflicts, connections, and capacity (1.3); discuss candidates via email with D. Mannal and R. Ringer (.2).	2.80	2,114.00
10/24/12	MANNAL, DOUGLAS	Coordinate with E. Frejka re Borrowers' counsel.	0.30	237.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/24/12	FREJKA, ELISE S	Calls with prospective special counsel regarding retention (2.4); discuss candidates with D. Mannal (.3); call with N. Rosenbaum regarding Debtors' recommendations (.1).	2.80	2,114.00
10/25/12	ZIDE, STEPHEN	Discuss Puchulski Stang retention with R. Ringer (.3).	0.30	216.00
10/25/12	MANNAL, DOUGLAS	Attend Borrower's committee counsel interviews.	1.70	1,343.00
10/25/12	FREJKA, ELISE S	Calls with potential special counsel candidates regarding selection of counsel by Committee (1.2); follow up emails with R. Friedman regarding retention of Silverman Acampora (.6).	1.80	1,359.00
10/25/12	FREJKA, ELISE S	Analyze retention issues of UST(.5) and review current protocol for co-counsel vs. special counsel (1.2).	1.70	1,283.50
10/25/12	RINGER, RACHAEL L	Call with S. Zide re: Pachulski (.3), e-mails with D. Mannal and R. Feinstein re: same (.2)	0.50	272.50
10/26/12	ECKSTEIN, KENNETH H.	Review research re Debtor counsel conflict (.4)	0.40	396.00
10/28/12	RINGER, RACHAEL L	Revise draft Pachulski retention application (1.6), e-mails with D. Mannal and S. Zide re: same (.2)	1.80	981.00
10/29/12	MANNAL, DOUGLAS	Emails with R. Ringer re: Pachulski retention app (.3)	0.30	237.00
10/29/12	FREJKA, ELISE S	Review (.2) and revise (.5) Pachulski retention application.	0.70	528.50
10/29/12	ZIDE, STEPHEN	Review Puchulski Stang retention application (.3); email with R. Ringer re same (.2).	<u>0.50</u>	<u>360.00</u>
TOTAL			<u>32.80</u>	<u>\$22,772.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 31, 2012
Invoice No. 609753

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	3.90	2,808.00
SHIFER, JOSEPH A	ASSOCIATE	0.60	402.00
CAHN, JOSHUA B	ASSOCIATE	4.60	2,024.00
RINGER, RACHAEL L	ASSOCIATE	62.70	34,171.50
MIRVIS, DORI Y	ASSOCIATE	1.10	533.50
KAUP, ANASTASIA N	ASSOCIATE	0.20	97.00
ALLARD, NATHANIEL	ASSOCIATE	21.60	8,964.00
SHAIN, ALIYA	PARALEGAL	61.60	17,556.00
GOOT, RACHEL L	PARALEGAL	<u>28.00</u>	<u>8,260.00</u>
TOTAL		<u>184.30</u>	<u>\$74,816.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/01/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.00	285.00
10/02/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	2.50	1,037.50
10/02/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.1); review disbursements re: same (3.5); further review disbursements re: same (2.5).	8.10	2,389.50
10/02/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	0.80	436.00
10/03/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.60	249.00
10/03/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	0.80	236.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application..	1.00	285.00
10/03/12	RINGER, RACHAEL L	Coordinate with H. Vanaria re: fee application (.4), Review billing for privilege issues in preparation of next interim fee application (1.9).	2.30	1,253.50
10/04/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.20	498.00
10/05/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.00	590.00
10/05/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	3.10	1,689.50
10/07/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.70	290.50
10/08/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.60	767.00
10/08/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.20	342.00
10/08/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (3.9), draft fee application (.6).	4.50	2,452.50
10/09/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (.3); emails re: disbursements with A. Shain, R. Ringer, and accounting (.3); create disbursements sheet from proforma (3.4).	4.00	1,180.00
10/09/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.80	798.00
10/09/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	3.60	1,962.00
10/10/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.40	166.00
10/10/12	RINGER, RACHAEL L	Review Cowan bill (.5), Review billing for privilege issues in preparation of next interim fee application (1.3), meeting with R. Goot re: billing issues (.4)	2.20	1,199.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/10/12	GOOT, RACHEL L	Meet with F. Arias re: disbursements (.7); coordinate ResCap bill review (.5); update disbursements, review proformas and write offs with R. Ringer (.4); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.(4.1).	5.70	1,681.50
10/10/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.50	712.50
10/11/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application (.3); edit fee application (1.0)	1.30	539.50
10/11/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1), e-mails with A. Shain and R. Goot re: same (.3), further review fee statements for inclusion in Fee app (3.4), revise fee application (.4).	5.10	2,779.50
10/11/12	GOOT, RACHEL L	Prepare disbursements (2.0); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.5).	3.50	1,032.50
10/11/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	6.00	1,710.00
10/11/12	SHAIN, ALIYA	Assist with preparation for fee application (.3).	0.30	85.50
10/12/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.40	166.00
10/12/12	GOOT, RACHEL L	T/cs with A. Shain re: disbursements and ResCap bill (.4); t/cs and emails with Accounting department re: same (.4).	0.80	236.00
10/12/12	ZIDE, STEPHEN	Review Cowen bill (.3); email with R. Ringer re same (.2).	0.50	360.00
10/12/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	3.50	997.50
10/12/12	SHAIN, ALIYA	Review disbursements for compliance with U.S. Trustee guidelines in preparation for next interim fee application (1.6); t/c with R. Goot re: same (.4).	2.00	570.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/12/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (2.3), calls with RMBS experts re: fee applications (.5), prepare fee application and exhibits (1.3)	4.10	2,234.50
10/13/12	RINGER, RACHAEL L	Draft fee application (4.0); draft related exhibits (2.0); revise same (1.9).	7.90	4,305.50
10/14/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	3.00	1,245.00
10/14/12	ZIDE, STEPHEN	Email with R. Ringer re fee application.	0.20	144.00
10/14/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	1.60	872.00
10/14/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	4.50	1,282.50
10/15/12	ZIDE, STEPHEN	Revise fee application.	0.80	576.00
10/15/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.7); draft letter re: August bill to send to Committee (.6); further revise disbursement exhibits (1.5)	4.80	1,368.00
10/15/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1.3), e-mails with A. Shain re: fee application and open items (.3), review fee application (.5)	2.10	1,144.50
10/16/12	ALLARD, NATHANIEL	Emails w/ A. Shain re: fee application.	0.20	83.00
10/16/12	SHAIN, ALIYA	Update Interim fee applications with all numbers.	4.50	1,282.50
10/16/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (2.1), continue reviewing bill for inclusion in Fee Application (3.0), review S. Zide comments to fee application (.1)	5.20	2,834.00
10/16/12	ZIDE, STEPHEN	Review (.6) and revise (.4) fee application.	1.00	720.00
10/17/12	ALLARD, NATHANIEL	Edit fee application (1.7), review billing for privilege issues in preparation of next interim fee application (.5)	2.20	913.00
10/17/12	ZIDE, STEPHEN	Review (.2) and revise (.5) fee application; discuss with R Ringer same (.4); review billing for privileged info (.3).	1.40	1,008.00
10/17/12	GOOT, RACHEL L	Emails with A. Shain throughout day re: disbursements.	0.50	147.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/17/12	SHAIN, ALIYA	Continue revising Interim Fee application.	2.70	769.50
10/17/12	SHAIN, ALIYA	Review previous bills for compliance with U.S. Trustee guidelines in preparation of next interim fee application	5.50	1,567.50
10/17/12	RINGER, RACHAEL L	Coordinate with A. Shain re: fee application (.3), e-mails with A. Kaup, S. Ford re: fee application excerpts (.3), review bill and fee application (1.1), review Epiq fee application (.4); discuss fee application with S. Zide (.4).	2.50	1,362.50
10/18/12	CAHN, JOSHUA B	Meeting with J. Shifer and R. Ringer re: bill review (.6), review billing for privilege issues in preparation of next interim fee application (1.7)	2.30	1,012.00
10/18/12	SHAIN, ALIYA	Prepare packages of August bills to send to professionals.	2.50	712.50
10/18/12	SHAIN, ALIYA	Update excel spreadsheet of new matter totals for May-August.	2.00	570.00
10/18/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1.2), revise fee application (1.2); conference with J. Shifer and J. Cahn re bill review (.6).	3.00	1,635.00
10/18/12	SHIFER, JOSEPH A	Confs with J. Cahn and R. Ringer re bill review.	0.60	402.00
10/18/12	KAUP, ANASTASIA N	Emails w/ R. Ringer re: information for fee application re: automatic stay relief filings (.2).	0.20	97.00
10/19/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.60	664.00
10/19/12	SHAIN, ALIYA	Organize interim fee applications from other professionals and save in electronic files (.7); create billing chart of Interim Fee Applications (1.7).	2.40	684.00
10/19/12	SHAIN, ALIYA	File and serve AlixPartners Interim Fee Application, Moelis Fee Application and KL Fee Application.	1.80	513.00
10/19/12	RINGER, RACHAEL L	Fully revise ResCap fee application (4.1), finalize same for filing (1.0).	5.10	2,779.50
10/19/12	RINGER, RACHAEL L	Review fee applications of other professionals (.5).	0.50	272.50
10/20/12	RINGER, RACHAEL L	Review invoices for Committee RMBS professionals, e-mails with RMBS experts re: same (.5).	0.50	272.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/21/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.50	207.50
10/22/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application (3.0), emails with A. Shain re: fee chart (.1)	3.10	1,286.50
10/22/12	CAHN, JOSHUA B	Review billing for privilege issues in preparation of next interim fee application (2.0); email correspondence with R. Ringer re: same (.3)	2.30	1,012.00
10/22/12	SHAIN, ALIYA	Continue drafting fee applications excel chart.	3.00	855.00
10/22/12	SHAIN, ALIYA	Review previous bills for compliance with U.S. Trustee guidelines in preparation of next interim fee application	2.20	627.00
10/22/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (.6), Discussions with J. Cahn re: billing guidelines (.3), further review bill to ensure compliance with UST guidelines (1.7)	2.60	1,417.00
10/23/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.30	124.50
10/23/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	2.90	1,580.50
10/24/12	RINGER, RACHAEL L	Review invoices for Committee RMBS experts, e-mails with RMBS experts re: same (.5).	0.50	272.50
10/25/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	1.20	498.00
10/25/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	3.40	969.00
10/25/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	0.80	436.00
10/28/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	2.20	913.00
10/29/12	MIRVIS, DORI Y	Research case law re: approval of fees (.6); revise summary chart re: approval of fees (.5)	1.10	533.50
10/30/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	0.20	83.00
10/30/12	RINGER, RACHAEL L	Review coherent fee statement (.6), review analytic focus fee statement (.4), Review billing for privilege issues in preparation of next interim fee application (.8)	1.80	981.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/31/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	<u>2.00</u>	<u>570.00</u>
TOTAL			<u>184.30</u>	<u>\$74,816.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)December 31, 2012
Invoice No. 609753**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	16.30	12,306.50
KAUP, ANASTASIA N	ASSOCIATE	<u>15.10</u>	<u>7,323.50</u>
TOTAL		<u>31.40</u>	<u>\$19,630.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	KAUP, ANASTASIA N	Emails w/ E. Frejka, R. Ringer, A. Shain re: spreadsheet summarizing automatic stay relief/foreclosures info(.6); review/revise spreadsheet re: same (1.8).	2.40	1,164.00
10/02/12	FREJKA, ELISE S	Analyze motions scheduled for hearing on October 10, 2012 (2.4); call with J. Newton regarding same and Debtors' responses and objection (1.2); review Bollinger motion to lift the automatic stay (.4); call with E. Richards regarding Debtors' response to same (.3); review draft Debtors' response to motion (.5).	4.80	3,624.00
10/03/12	KAUP, ANASTASIA N	Emails w/ E. Frejka re: automatic stay relief and foreclosures filings (.4); review filings re: same (1.1); review/revise spreadsheet summarizing same (.3); emails w/ R. Ringer re: same (.1).	1.90	921.50
10/04/12	KAUP, ANASTASIA N	Emails w/ N. Allard re: follow-up re: automatic stay issues (.2); research re: automatic stay issues (.7); review filings re: automatic stay relief (.2); summarize same/update spreadsheet re: same (.1).	1.20	582.00
10/04/12	FREJKA, ELISE S	Meeting with A. Kaup regarding pending motions.	0.90	679.50
10/04/12	KAUP, ANASTASIA N	Meet with E. Frejka re: automatic stay pending issues (.9).	0.90	436.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/05/12	KAUP, ANASTASIA N	Revise case calendar re: automatic stay and foreclosures filings, dates (.4); emails w/ R. Ringer re: same (.1); emails w/ N. Allard re: same (.1); emails w/ R. Ringer, N. Allard, A. Shain re: same (.2).	0.80	388.00
10/05/12	FREJKA, ELISE S	Review Bollinger reply memorandum of law (.9); review Papas reply memorandum of law (.8).	1.70	1,283.50
10/08/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay (.4); revise spreadsheet summarizing same (.3).	0.70	339.50
10/09/12	KAUP, ANASTASIA N	Review docket and case calendar re: automatic stay relief matters (.2); emails w/ E. Frejka, A. Shain re: same (.1).	0.30	145.50
10/09/12	FREJKA, ELISE S	Prepare for October 10, 2012 hearing by reviewing lift-stay pleadings and responses.	2.60	1,963.00
10/10/12	KAUP, ANASTASIA N	Review filings re: automatic stay relief, foreclosures (.3); revise spreadsheet summarizing same (.2).	0.50	242.50
10/11/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (.5); update spreadsheet and case calendar re: same (.3); emails w/ E. Frejka re: same (.1).	0.90	436.50
10/16/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief, foreclosures (.5); review/revise spreadsheet and case calendar summarizing same (.3); emails w/ E. Frejka, N. Allard, A. Shain re: same (.1).	0.90	436.50
10/16/12	FREJKA, ELISE S	Review status of lift-stay motions for hearing on October 24, 2012.	1.80	1,359.00
10/17/12	KAUP, ANASTASIA N	Research re: automatic stay filings, information for fee application (.5); emails w/ R. Ringer re: same (.2); emails w/ E. Frejka re: automatic stay relief and foreclosures filings update and deadlines (.1); emails w/ A. Shain re: update to case calendar re: automatic stay relief motions (.1).	0.90	436.50
10/18/12	KAUP, ANASTASIA N	Review docket for automatic stay-related events and filings (.1).	0.10	48.50
10/19/12	KAUP, ANASTASIA N	Review automatic stay relief filings (.5); update summary spreadsheet and calendar re: same (.2); emails w/ E. Frejka re: same (.1).	0.80	388.00
10/20/12	FREJKA, ELISE S	Analyze formal and informal second lien relief motions and backup in support of relief.	2.10	1,585.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/22/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (.6); review/revise spreadsheet and case calendar summarizing same (.2); emails w/ E. Frejka re: same (.1).	0.90	436.50
10/23/12	KAUP, ANASTASIA N	Revise automatic stay relief/foreclosures info spreadsheet and case calendar (x2) (.6); emails w/ E. Frejka re: same (.2); emails w/ E. Frejka re: same (.1) and follow-up emails w/ E. Frejka, R. Ringer re: same (.1).	1.00	485.00
10/25/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (.6); summarize same/update summary spreadsheet and case calendar (.2); emails w/ R. Ringer re: same (.1).	0.90	436.50
10/31/12	FREJKA, ELISE S	Review recently filed motions to modify the stay and informal requests for second lien relief.	<u>2.40</u>	<u>1,812.00</u>
TOTAL			<u>31.40</u>	<u>\$19,630.00</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

January 31, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 613981
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through November 30, 2012,
as per the attached time detail.

FEES	\$4,100,533.50
DISBURSEMENTS AND OTHER CHARGES	<u>108,712.18</u>
INVOICE TOTAL	<u>\$4,209,245.68</u>

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 613981
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
RINGER, RACHAEL L	ASSOCIATE	1.90	1,035.50
ALLARD, NATHANIEL	ASSOCIATE	5.40	2,241.00
SHAIN, ALIYA	PARALEGAL	<u>12.10</u>	<u>3,448.50</u>
TOTAL		<u>19.40</u>	<u>\$6,725.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	9,473.72
CONFERENCE CALLS	42,097.49
WESTLAW ON-LINE RESEARCH	13,179.41
LEXIS/NEXIS ON-LINE RESEARCH	21,435.22
COURTLINK SEARCHES	12.89
MESSENGER/COURIER	188.15
CAR SERVICE/CAB FARES	5,371.61
OVERTIME MEALS/IN-HOUSE	3,319.42
CORP. SVC. FILING FEES	53.00
TRANSCRIPT FEES	53.00
MEETINGS	<u>13,528.27</u>
TOTAL DISBURSEMENTS AND OTHER CHARGES	<u>\$108,712.18</u>

DETAIL OF SERVICES

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALLARD, NATHANIEL	Monitor court docket and circulate substantive filings to internal KL team.	0.20	83.00
11/01/12	RINGER, RACHAEL L	Emails with S. Zide and D. Mannal re: WIP (.4); revise same (.4).	0.80	436.00
11/03/12	RINGER, RACHAEL L	E-mails with D. Mannal re: recently filed pleadings (.3).	0.30	163.50
11/05/12	ALLARD, NATHANIEL	Monitor docket and distribute recently filed documents	0.40	166.00
11/05/12	RINGER, RACHAEL L	Revise case calendar (.2)	0.20	109.00
11/06/12	SHAIN, ALIYA	Organize recently filed pleadings and send to internal KL team (.6); update case calendar (.2).	0.80	228.00
11/09/12	SHAIN, ALIYA	Update case calendar with deposition dates.	0.60	171.00
11/12/12	SHAIN, ALIYA	Pull and organize recently filed pleadings (.7); update case calendar (.2).	0.90	256.50
11/13/12	ALLARD, NATHANIEL	Update case calendar	0.20	83.00
11/13/12	RINGER, RACHAEL L	Review case calendar (.3); emails with D. Mannal re: open case issues (.3).	0.60	327.00
11/14/12	ALLARD, NATHANIEL	Monitor docket and distribute updates (.2)	0.20	83.00
11/14/12	SHAIN, ALIYA	Update case calendar	0.60	171.00
11/15/12	ALLARD, NATHANIEL	Update case calendar re: recent filings and upcoming deadlines.	0.30	124.50
11/15/12	SHAIN, ALIYA	Update case calendar (1.0); send calendar appointments for all dates (.7); pull and organize recently filed pleadings (.6).	2.30	655.50
11/16/12	ALLARD, NATHANIEL	Monitor docket, distribute updates re same, update case calendar.	0.50	207.50
11/16/12	SHAIN, ALIYA	Pull (.7) and organize (.7) recently filed pleadings.	1.40	399.00
11/20/12	ALLARD, NATHANIEL	Update case calendar (.2) and monitor docket (.2), distribute updates re: same (.2)	0.60	249.00
11/20/12	SHAIN, ALIYA	Organize electronic files with critical committee filings for S. Ford (1.2).	1.20	342.00
11/20/12	SHAIN, ALIYA	Organize (.5) and circulate (.2) recently filed pleadings.	0.70	199.50
11/21/12	ALLARD, NATHANIEL	Review and summarize new pleadings for internal KL team.	0.30	124.50
11/21/12	SHAIN, ALIYA	Update case calendar with new hearing dates (.3); organize and circulate filed pleadings (.5).	0.80	228.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/12	ALLARD, NATHANIEL	Update case calendar (.2), emails re: same w/ R. Ringer and A. Shain re: same (.1); monitor docket for new pleadings (.2); review and distribute same (.4).	0.90	373.50
11/26/12	SHAIN, ALIYA	Revise case calendar (.5)	0.50	142.50
11/27/12	ALLARD, NATHANIEL	Monitor docket and distribute recent proceedings (.3), update case calendar, correspondence re: same w/ A. Shain (.3).	0.60	249.00
11/28/12	ALLARD, NATHANIEL	Monitor docket and update case calendar with new dates.	0.20	83.00
11/28/12	SHAIN, ALIYA	Pull and organize recently filed pleadings (.4); update case calendar (.3); send calendar invites to team (.5).	1.20	342.00
11/29/12	ALLARD, NATHANIEL	Update case calendar (.3); monitor docket and distribute pleadings (.3)	0.60	249.00
11/29/12	SHAIN, ALIYA	Update case calendar with new omnibus hearing dates (.5); pull and organize recently filed pleadings (.6)	1.10	313.50
11/30/12	ALLARD, NATHANIEL	Update case calendar (.2), monitor docket and distribute pleadings (.2)	<u>0.40</u>	<u>166.00</u>
TOTAL			<u>19.40</u>	<u>\$6,725.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
O'NEILL, P. BRADLEY	PARTNER	7.70	6,083.00
CHIN, KENNETH	PARTNER	0.50	420.00
CHASS, MARK	ASSOCIATE	9.60	7,152.00
ZIDE, STEPHEN	ASSOCIATE	2.60	1,872.00
SHIFER, JOSEPH A	ASSOCIATE	6.30	4,221.00
DANIELS, ELAN	ASSOCIATE	6.60	4,620.00
GIL, ALEXANDRA	ASSOCIATE	0.40	252.00
WIECKOWSKI, ELIZABETH M	ASSOCIATE	7.60	3,192.00
ABBOTT, MATTHEW F	ASSOCIATE	9.90	6,930.00
MIRVIS, DORI Y	ASSOCIATE	<u>4.70</u>	<u>2,279.50</u>
TOTAL		<u>55.90</u>	<u>\$37,021.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	WIECKOWSKI, ELIZABETH M	Analyze documents for collateral review.	2.10	882.00
11/01/12	ABBOTT, MATTHEW F	Review document production for relevancy and specific issues re collateral review.	3.40	2,380.00
11/01/12	O'NEILL, P. BRADLEY	Review research re: Committee Standing (1.5); prep for oral argument re: same (1.3).	2.80	2,212.00
11/02/12	CHASS, MARK	Correspondence with B. O'Neill and S. Zide re meeting w/ Pachulski re complaint and rescheduled hearing.	0.40	298.00
11/02/12	ABBOTT, MATTHEW F	Review document production for relevancy and specific issues re collateral review.	4.20	2,940.00
11/02/12	ZIDE, STEPHEN	Emails and calls with D. Mannal and K. Eckstein re adjournment of hearing (.5); email T. Goren re same (.1).	0.60	432.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/12	O'NEILL, P. BRADLEY	Correspond with R. Ringer re complaint, diligence (.2); review research re: objections to STN (1.3).	1.50	1,185.00
11/05/12	CHASS, MARK	Discuss STN issues w/ B. O'Neill, S. Zide (.2); follow-up correspondence re: STN issues, preparation for meeting w/ Pachulski (.8); correspond w/ J. Bessonette re: fraudulent conveyance issues (.2)	1.20	894.00
11/05/12	ZIDE, STEPHEN	Discuss STN issues with B. O'Neill and M. Chass (.2); follow up emails re: same w/ M. Chass and E. Daniels (.2).	0.40	288.00
11/05/12	O'NEILL, P. BRADLEY	Discuss STN and Pachulski meeting prep w/ S. Zide and M. Chass.	0.20	158.00
11/05/12	ABBOTT, MATTHEW F	Review document production for relevancy and specific issues re collateral review.	2.30	1,610.00
11/05/12	ZIDE, STEPHEN	Correspond with R. Ringer re finalizing DIP reservation of rights (.3); coordinate filing of same (.2).	0.50	360.00
11/06/12	CHASS, MARK	Correspondence w/ Pachulski, B. O'Neill, J. Shifer and E. Daniels re: meeting w/ Pachulski, next steps on Collateral review.	1.10	819.50
11/06/12	O'NEILL, P. BRADLEY	Emails w/ M. Chass, J. Shifer and E. Daniels re meeting with Pachulski, next steps (.2); TCF w/ R. Feinstein re same (.1).	0.30	237.00
11/06/12	WIECKOWSKI, ELIZABETH M	Analyze documents for relevance re: collateral review.	4.50	1,890.00
11/06/12	SHIFER, JOSEPH A	Prepare for meeting with Pachulski re JSN complaint (.4) emails with M. Chass re same (.3)	0.70	469.00
11/07/12	CHASS, MARK	Prepare for (1.2) and attend conference w/ Pachulski, Alix, B. O'Neill, E. Daniels, J. Shifer re complaint (3.4), follow-up correspondence w/ J. Shifer re: same (.3)	4.90	3,650.50
11/07/12	DANIELS, ELAN	Attend portion of meeting w/ Pachulski, Alix, B. O'Neill, M. Chass, J. Shifer regarding collateral review, adversary complaint (3)	3.00	2,100.00
11/07/12	O'NEILL, P. BRADLEY	Attend portion of meeting w/ Pachulski, Alix, E. Daniels, J. Shifer, M. Chass re: collateral review and complaint.	2.50	1,975.00
11/07/12	WIECKOWSKI, ELIZABETH M	Analyze documents for collateral review	1.00	420.00
11/07/12	ZIDE, STEPHEN	Emails with J. Shifer re JSN issues (.3).	0.30	216.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/07/12	SHIFER, JOSEPH A	Prepare for (.8) and attend meeting with Pachulski, Alix, B. O'Neill, E. Daniels, M. Chass re JSN complaint (3.4), follow up analysis re complaint exhibits (1.1); emails w/ S. Zide re: JSN issues (.3).	5.60	3,752.00
11/08/12	MIRVIS, DORI Y	Research case law re: liens issues (.9), Revise summary chart re: same (.5); Research case law re: security interests (.7).	2.10	1,018.50
11/09/12	O'NEILL, P. BRADLEY	Review adversary complaint.	0.40	316.00
11/09/12	MIRVIS, DORI Y	Revise summary chart re: security interests (.9).	0.90	436.50
11/14/12	MIRVIS, DORI Y	Research case law re: DIP issues.	0.60	291.00
11/15/12	GIL, ALEXANDRA	Analyze documents for collateral review	0.40	252.00
11/15/12	CHIN, KENNETH	Review issues on payment of prepetition debt.	0.50	420.00
11/15/12	MIRVIS, DORI Y	Revise summary chart re: DIP research (1.1)	1.10	533.50
11/20/12	DANIELS, ELAN	Review hot documents relating to collateral review.	0.70	490.00
11/26/12	ZIDE, STEPHEN	Call with T. Goren re AFI DIP (.3).	0.30	216.00
11/27/12	ZIDE, STEPHEN	Email K. Eckstein re AFI DIP issue (.2).	0.20	144.00
11/27/12	CHASS, MARK	Emails w/ E. Daniels re: meeting w/ Pachulski and JSN complaint (.2); review complaint re: JSN issues (.7).	0.90	670.50
11/28/12	DANIELS, ELAN	Review responsive documents from email production relating to collateral review and identify hot documents (2.9)	2.90	2,030.00
11/29/12	CHASS, MARK	Email correspondence w/ E. Daniels re Collateral review claims and related issues (.2), review summary docs re same (.9)	1.10	819.50
11/30/12	ZIDE, STEPHEN	Emails with M. Chass re JSN review (.3).	<u>0.30</u>	<u>216.00</u>
TOTAL			<u>55.90</u>	<u>\$37,021.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	3.40	3,366.00
KROUNER, SHARI K.	PARTNER	77.50	65,100.00
SIMON, NORMAN	PARTNER	0.80	632.00
O'NEILL, P. BRADLEY	PARTNER	3.70	2,923.00
CHIN, KENNETH	PARTNER	0.40	336.00
BESSONETTE, JOHN	PARTNER	17.90	14,141.00
MANNAL, DOUGLAS	PARTNER	18.40	14,536.00
PETTIT, LAURENCE	PARTNER	0.80	672.00
RUDDER, RICHARD	COUNSEL	31.50	30,397.50
FREJKA, ELISE S	SPEC COUNSEL	21.50	16,232.50
CHASS, MARK	ASSOCIATE	0.30	223.50
TAYLOR, JEFFREY	ASSOCIATE	61.30	45,668.50
ZIDE, STEPHEN	ASSOCIATE	106.00	76,320.00
SHIFER, JOSEPH A	ASSOCIATE	57.20	38,324.00
DANIELS, ELAN	ASSOCIATE	28.00	19,600.00
RINGER, RACHAEL L	ASSOCIATE	8.30	4,523.50
BRODY, DANIEL J	ASSOCIATE	24.00	13,080.00
HILL, MICHAEL C	ASSOCIATE	1.40	679.00
MIRVIS, DORI Y	ASSOCIATE	4.60	2,231.00
ALLARD, NATHANIEL	ASSOCIATE	40.80	16,932.00
DE CHACON, RACHAEL N	ASSOCIATE	3.00	1,245.00
LI, JENNIFER W	ASSOCIATE	16.50	6,847.50
STEINER, YAEL M	ASSOCIATE	1.50	622.50
SHAIN, ALIYA	PARALEGAL	23.60	6,726.00
VANARIA, HUNTER	PARALEGAL	2.70	837.00
GOOT, RACHEL L	PARALEGAL	<u>6.80</u>	<u>2,006.00</u>
TOTAL		<u>561.90</u>	<u>\$384,201.50</u>

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11/01/12	ZIDE, STEPHEN	Emails with Alix re sale proceeds (.4). Call with T. Goren re sale hearing (.2). speak with R. Ringer re reservation of rights for sale (.3).	0.90	648.00
11/01/12	BRODY, DANIEL J	Review of sale objections (3); draft memo re: objections for J. Bessonette (3)	6.00	3,270.00
11/01/12	KROUNER, SHARI K.	Review purchase price allocation issues (.8); review FA spreadsheets re purchase price allocation (.7); calls w/ Moelis and Centerview re purchase price allocation (1.1)	2.60	2,184.00
11/01/12	RINGER, RACHAEL L	Draft reservation of rights re: sale issues (.2), speak with S. Zide re: same (.3)	0.50	272.50
11/01/12	TAYLOR, JEFFREY	Review (2.5) and revise (1.2) Platform and HFS APA; prepared issues list regarding the same (.5).	4.20	3,129.00
11/01/12	MANNAL, DOUGLAS	Revise sale reservation of rights (1.4)	1.40	1,106.00
11/02/12	HILL, MICHAEL C	Compare revised Berkshire APA vs. revised DLJ APA.	1.40	679.00
11/02/12	BESSONETTE, JOHN	Review status of open items in connection with sales of platform and HFS assets (.4); correspond w/ MoFo, J. Taylor, S. Krouner re: same (.7)	1.10	869.00
11/02/12	BRODY, DANIEL J	Review of sale objections (2.8); updating sale objections memo for J. Bessonette (2)	4.80	2,616.00
11/02/12	DANIELS, ELAN	T/C with A. Barrage, R. Maddox regarding consent order provisions of the APA (.7)	0.70	490.00
11/02/12	ZIDE, STEPHEN	Emails with R. Ringer and J. Taylor re update to UCC re sale documents (.4); revise update on same (.6).	1.00	720.00
11/02/12	KROUNER, SHARI K.	Review reservation of rights re: sale issues (.3); review BH & Ocwen APAs (1.0), correspond w/ J. Bessonette, J. Taylor re: same (.3); review APA issues list (.2); review UCC update re: sale issues (.6); correspond w/ Ringer re: same (.3)	2.70	2,268.00
11/02/12	TAYLOR, JEFFREY	Create mark-ups of the Platform and HFS APAs (4.1); correspond w/ S. Krouner and J. Bessonette regarding the same (1.1).	5.20	3,874.00

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11/03/12	BESSONETTE, JOHN	Correspond with MoFo, S. Krouner, J. Taylor re: APAs for both platform and HFS sale and related matters (.8)	0.80	632.00
11/03/12	KROUNER, SHARI K.	Review markup to Berkshire & Ocwen APAs(.6), correspond w/ J. Bessonette re: same (.5)	1.10	924.00
11/05/12	ALLARD, NATHANIEL	Correspond w/ S. Zide and D. Brody re: sale objections.	0.20	83.00
11/05/12	ZIDE, STEPHEN	Review objections filed to sale motion (1). Call with S. Krouner re APAs (.2). Email MoFo re pre-auction objections (.1).	1.30	936.00
11/05/12	BRODY, DANIEL J	Review of sale objections for J. Bessonette.	1.50	817.50
11/05/12	DANIELS, ELAN	Prepare reservation of rights relating to section 6.16 of the APA (.4), discuss same w/ S. Krouner (.4).	0.80	560.00
11/05/12	KROUNER, SHARI K.	Call w/ S. Zide re: APAs (.2); review revised Berkshire & Ocwen APAs (1.2); Correspond w/ Bessonette re APA issues (.1); review sale objections (.9); review reservation of rights re: Sale order & DOJ/AG (.1); discussion w/ E. Daniels re sec 6.16 of APA (.4); review Notice of Intent to Assume & Assign SBO Servicing Agreements and Cure Amounts (.1)	3.00	2,520.00
11/05/12	SHAIN, ALIYA	Prepare to file sale hearing reservation of rights (.3); file and serve same (.4).	0.70	199.50
11/05/12	VANARIA, HUNTER	Review Sale Hearing Reservation of Rights for R. Ringer (.7); coordinate with A. Shain re same (.1).	0.80	248.00
11/05/12	RINGER, RACHAEL L	Revise sale hearing reservation of rights (.6)	0.60	327.00
11/05/12	TAYLOR, JEFFREY	Review executed Platform APA (1.8) and HFS APA (1.4).	3.20	2,384.00
11/05/12	MIRVIS, DORI Y	Research case law re: sales (.8); Revise summary chart re: same (.8).	1.60	776.00
11/06/12	BESSONETTE, JOHN	Correspond with MoFo re: sale objections (.5); Correspond w/ S. Krouner, J. Taylor re: sale objections, APAs, cure amounts, and stipulations (.9).	1.40	1,106.00
11/06/12	BRODY, DANIEL J	Review of sale objections (1); edit sale objections memo for J. Bessonette (1)	2.00	1,090.00

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11/06/12	KROUNER, SHARI K.	Correspond w/ MoFo re: trustee and sale order issues (.9); correspond w/ MoFo & E. Daniels re sec 6.16 of Ocwen APA (.5); review sales objection chart & certain sales objections (.4), correspond w/ J. Bessonette, J. Taylor re: same (.4).	2.20	1,848.00
11/06/12	RINGER, RACHAEL L	Review sale chart, e-mails with S. Zide re: same (.4)	0.40	218.00
11/06/12	TAYLOR, JEFFREY	Review executed Platform and HFS APAs (2.2); internal correspondence w/ S. Krouner and J. Bessonette regarding the same (.9).	3.10	2,309.50
11/06/12	MIRVIS, DORI Y	Researched case law re: competing stalking horse bidders (.8); Revised summary chart re: same (.7).	1.50	727.50
11/07/12	ALLARD, NATHANIEL	Draft chart of sale/cure objections (2.0); meet w/ D. Brody re: same (.2); correspond w/ S. Zide, D. Brody re: same (.4)	2.60	1,079.00
11/07/12	DANIELS, ELAN	Review US Government and Ally objections to sale (.4); email correspondence to S. Krouner, J. Taylor regarding same (.2)	0.60	420.00
11/07/12	LI, JENNIFER W	Met with D. Brody to discuss Freddie Mac objections (.3); Review Freddie Mac objections (1.6) and draft key points (1.0).	2.90	1,203.50
11/07/12	STEINER, Yael M	Review (.8) and summarized (.7) Objection to Sale for inclusion in Summary of Key Sale Objections.	1.50	622.50
11/07/12	BESSONETTE, JOHN	Supervise review of sale objections and cure stipulations (1.0); review of sale pleadings (1.2); meet regarding same with S. Krouner (.6)	2.80	2,212.00
11/07/12	DE CHACON, RACHAEL N	Prepare summaries of objections to sale motions	3.00	1,245.00
11/07/12	BRODY, DANIEL J	Review of sale objections for J. Bessonette (2); editing summary of memo re: same (1.0); Meet w/ N. Allard re: objections (.2); Meet w/ J. Li re: Freddie Mac objection (.3).	3.50	1,907.50

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11/07/12	ZIDE, STEPHEN	Review AFI and US Gov. sale objections (1); correspond with D. Mannal re same (.2); emails with E. Daniels re same (.4). Emails with J. Taylor re status of cure objections (.4). Coordinate summary of sale and cure objections with D. Brody and N. Allard (.8). Review Freddie and Fannie cure and sale objections (2.3). Speak with J. Shifer re sale process (.2). Emails with MoFo re cure objections status (.2).	5.50	3,960.00
11/07/12	KROUNER, SHARI K.	Review cure stipulations (1.2); correspond w/ S. Zide & D. Brody re cure stipulations and related issues (1.1); review Ally sale objection (.7); meeting w/ J. Bessonette re: sale issues (.6) and follow-up correspondence w/ J. Bessonette, J. Taylor re: same (.6); review summary of sale objections (1.1)	5.30	4,452.00
11/07/12	SHIFER, JOSEPH A	Emails with S. Zide re status of sale objections (.4), begin review of same (2.5); speak w/ S. Zide re: sale process (.2).	3.10	2,077.00
11/07/12	TAYLOR, JEFFREY	Reviewed sale objections/cure claims (1.7), correspond re: same w/ J. Bessonette, S. Krouner (.4).	2.10	1,564.50
11/08/12	CHASS, MARK	Discussion w/ J. Bessonette re APAs.	0.30	223.50
11/08/12	DANIELS, ELAN	T/C with J. Bessonette regarding sale objections (.2); attend portion of T/C with Morrison and Foerster, J. Taylor, S. Krouner, S. Zide, J. Shifer, D. Brody, N. Allard, J. Li regarding sale objections (.8); correspondence with S. Zide, J. Taylor regarding next steps (.5)	1.50	1,050.00
11/08/12	ALLARD, NATHANIEL	Meet w/ S. Zide re: sale/cure chart (.4); call w/ MoFo, S. Zide, J. Shifer, J. Taylor, S. Krouner, E. Daniels, D. Brody, J. Li re: sale objections & cure claims (1.2); update chart on sale objections and cure claims (5.6).	7.20	2,988.00
11/08/12	BESSONETTE, JOHN	Discuss APAs w/ M. Chass (.3); Call w/ E. Daniels re: sale objections (.2); analyze sale objections (1.2), correspondence w/ MoFo, J. Taylor, S. Krouner, S. Zide, E. Daniels, D. Brody re: same (1.1); meet w/ S. Krouner, J. Taylor, D. Brody re: sale objections (.3).	3.10	2,449.00

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11/08/12	LI, JENNIFER W	Conference call with Debtor's counsel, S. Krouner, J. Taylor, S. Zide, E. Daniels, J. Shifer, D. Brody, N. Allard re: cure amounts (1.2); analyze Syncora sale objections (3.4).	4.60	1,909.00
11/08/12	BRODY, DANIEL J	Conf. call w/ MoFo, S. Krouner, J. Taylor, S. Zide, J. Shifer, E. Daniels, N. Allard, J. Li re: sale/cure (1.2) and meeting (.3) w/ J. Bessonette, S. Krouner, J. Taylor re: sale objections, follow-up emails w/ J. Bessonette re: same (.1)F	1.60	872.00
11/08/12	ZIDE, STEPHEN	Revise summary of sale objections/cure claims (1.3); speak with N. Allard re same (.4). Review numerous sale/cure objections in anticipation of hearing (4); call with MoFo, S. Krouner, J. Taylor, E. Daniels, J. Shifer, D. Brody, N. Allard, J. Li re same (1.2). Correspond with G. Liu re sale objections (.3); email L. Pettit re same (.2). Email D. Mannal and K. Eckstein detailed outline of sale process (1.8); correspond with J. Shifer and N. Allard re revisions to same (.4).	9.60	6,912.00
11/08/12	KROUNER, SHARI K.	Call w/ MoFo, S. Zide, J. Taylor, E. Daniels, J. Shifer, D. Brody, N. Allard, J. Li re sale objections (1.2); Meet w/ J. Bessonette, J. Taylor, D. Brody re: same (.3); review Ocwen sale order (.3); review Fannie/Freddie sale objections (1.4); emails w/ J. Taylor, E. Daniels, S. Zide, MoFo re Ally & Govt objections (.7)	3.90	3,276.00
11/08/12	SHIFER, JOSEPH A	Attend call with MoFo, S. Zide, S. Krouner, J. Taylor, E. Daniels, D. Brody, N. Allard, J. Li re sale objection (1.2), begin review of sale objections (5.5), review chart of sale objections (1.6), draft lengthy update email re status of objections and send to S. Zide (.8), numerous emails to S. Zide re same (.7)	9.80	6,566.00
11/08/12	SHAIN, ALIYA	Organize sale objections for Sale binder (2.7); create index of same (1.5); organize cure claims objections for S. Zide (.5); revise sale objections chart (1.0).	5.70	1,624.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	TAYLOR, JEFFREY	Meeting w/ J. Bessonette, S. Krouner and D. Brody re: cure claims and sale objections (.3), follow-up correspondence w/ S. Krouner, J. Bessonette, S. Zide re: same (.9); call w/ Debtors' counsel, S. Krouner, S. Zide, E. Daniels, J. Shifer, D. Brody, J. Li and N. Allard regarding the same (1.2); review cure claims summaries (1.5); review exhibits and schedules to Platform and HFS APAs (2.7).	6.60	4,917.00
11/09/12	ALLARD, NATHANIEL	Call w/ S. Zide, S. Krouner, J. Taylor, R. Rudder re: sale/cure objections (.5); attend portion of call w/ MoFo, S. Zide, S. Krouner, J. Bessonette, J. Taylor, R. Rudder, J. Shifer re: same (.5); draft chart re: sale/cure objections (3.0), correspond with S. Zide, J. Shifer, R. Ringer re: same (.5)	4.50	1,867.50
11/09/12	PETTIT, LAURENCE	Calls with S. Zide re sale objections from monolines (0.2); review objections filed by MBIA and FGIC (0.6).	0.80	672.00
11/09/12	BESSONETTE, JOHN	Call w/ S. Zide, E. Daniels re: sale issues (.3); Correspond with R. Rudder, J. Taylor, S. Zide, E. Daniels, S. Krouner re sale objections (1.2); prepare for (.3) and attend portion of conference call with MoFo, R. Rudder, S. Krouner, J. Taylor, S. Zide, J. Shifer, N. Allard regarding sale objections, resolutions, etc.(.6)	2.40	1,896.00
11/09/12	RUDDER, RICHARD	Call w/S. Zide, S. Krouner, J. Taylor, N. Allard re: objections to sale by GSES (.5); conference call w/MoFo, S. Krouner, S. Zide, J. Bessonette, J. Taylor, J. Shifer, N. Allard re: various objecting parties and the status of same (1.4); research re: obligations of subservicers (2.1).	4.00	3,860.00
11/09/12	DANIELS, ELAN	T/C with S. Zide, J. Bessonette regarding sale issues (.3).	0.30	210.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/12	ZIDE, STEPHEN	Call w/ J. Bessonette and E. Daniels re: sale issues (.3); revise chart of sale/cure objections for UCC (1.3); correspond with N. Allard and J. Shifer re same (.4). Call with Freddie counsel re sale (.2). Call with S. Krouner, J. Taylor, R. Rudder, N. Allard re GSE sale objections/cure issues (.5); call with MoFo, J. Bessonette, S. Krouner, R. Rudder, J. Taylor, J. Shifer, N. Allard re same (1.4). Speak with FGIC re cure issue (.4). Calls w/ L. Pettit re: monoline sale objections (.2).	4.70	3,384.00
11/09/12	KROUNER, SHARI K.	Review all sales objections (.9); review revised APAs & schedules (1.1); call w/ S. Zide, R. Rudder, J. Taylor, N. Allard to prep for MoFo call (.5); call w/ MoFo, R. Rudder, S. Zide, J. Taylor, J. Bessonette, J. Shifer, N. Allard re sale objections (1.4); emails w/ S. Zide, R. Ringer, N. Allard re sale chart for UCC (.3)	4.20	3,528.00
11/09/12	SHIFER, JOSEPH A	Call with MoFo, S. Krouner, J. Bessonette, S. Zide, R. Rudder, J. Taylor, N. Allard re sale objections (1.4), review (.7) and revise (2.1) sale objection chart, follow up emails re chart with N. Allard and R. Ringer (.8), correspond with S. Zide re objections (.2)	5.20	3,484.00
11/09/12	RINGER, RACHAEL L	Revise sale chart (.8), e-mails with S. Zide and N. Allard re: same (.1), e-mails with N. Allard, S. Zide, J. Bessonette re: same (.9)	1.80	981.00
11/09/12	TAYLOR, JEFFREY	Call w/ R. Rudder, S. Krouner, S. Zide, N. Allard re: cure claims (.5), participate in call w/ Debtors' counsel, R. Rudder, S. Krouner, S. Zide, J. Bessonette, J. Shifer, N. Allard regarding cure claims (1.4); reviewed cure claims/sale objections (1.8); follow-up correspondence w/ S. Krouner, J. Bessonette, S. Zide regarding the same (.9); reviewed exhibits to APAs (1.5).	6.10	4,544.50
11/09/12	SHAIN, ALIYA	Update sale-objections binders (3.2); update index re: same (.5) circulate Junior Noteholders Sale Objection to J. Shifer (.1)	3.80	1,083.00
11/10/12	ZIDE, STEPHEN	Email J. Dermont re cure claims (.4). Review revised sale order for Ocwen sale (.7).	1.10	792.00
11/11/12	ALLARD, NATHANIEL	Review sale documents (.2), redline with prior versions (.1), emails w/ S. Zide re: same (.1)	0.40	166.00

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11/11/12	RUDDER, RICHARD	Review Fannie and Freddie objections submitted in opposition of sale of servicing rights (1.2); review Fannie and Freddie guides on this issue (1.0) and send memo to S. Zide re: same (.2).	2.40	2,316.00
11/12/12	LI, JENNIFER W	Review (1.2) and analyze (1.8) FGIC objections; draft notes comparing key points of Syncora and FGIC objections (1.7).	4.70	1,950.50
11/12/12	ALLARD, NATHANIEL	Correspondence w/ S. Zide, J. Shifer, R. Ringer, E. Daniels, D. Mannal re: sale objections (.5); review debtors sale pleadings (.6), distribute updates re: same (.2); update sale/cure chart (2.3), draft email summary re: same (.8)	4.40	1,826.00
11/12/12	ZIDE, STEPHEN	Review Debtors' reply to sale objections (2.3); discuss with J. Taylor, J. Shifer re same (.6). Discuss Ocwen sale order w/ S. Krouner (.5); Calls with counsel to Freddie, R. Rudder, E. Daniels (.7) and counsel to Fannie (.6) re sale objections. Emails with Moelis re sale objections (.5). Review sale order (.6); coordinate comments with J. Shifer re same (.4). correspond with R. Rudder and E. Daniels re GSE sale issues (.4). Review summary of Debtors' sale reply documents (.8); emails with R. Ringer re same (.5). correspond re: sale objections with D. Mannal (.4). Speak with J. Shifer re pleading on sale issues (.4). Emails with D. Mannal and E. Daniels re DOJ issues (.4).	9.10	6,552.00
11/12/12	RUDDER, RICHARD	Conf. call w/S. Zide, E. Daniels and counsel to Freddie re: Freddie obligations to sale of servicing rights (.7); follow-up correspondence w/ S. Zide, E. Daniels re; GSE issues (.4)further research for documents transferring master and special servicing rights for both Fannie and Freddie deals (5.1).	6.20	5,983.00

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11/12/12	DANIELS, ELAN	Review GSE sale objections, Debtors' reply (.5); T/C with Freddie counsel, S. Zide, R. Rudder regarding Freddie Mac issues (.7); correspond w/ S Zide, R. Rudder regarding objection issues (.4); prepare insert for sale order regarding reservation of rights (.5); review prior servicing and DIP orders (1.4) and email correspondence with D. Mannal regarding reservation of rights (.4)	3.90	2,730.00
11/12/12	KROUNER, SHARI K.	Review sale objection analysis (1.6); correspond w/ Moelis & S. Zide re same (.7); review Ocwen revised sale order (.8); discussion w/ S. Zide re comments to Ocwen sale order (.5); emails w/ S. Zide & E. Daniels re FNMA/FHMC cure claims; correspond re removal of contracts & purchase price impact w/ S. Zide, J. Taylor (.6); review MoFo economic analysis of cure claims (.8); correspond w/ Moelis, S. Zide, J. Taylor re same (.4); discuss APAs w/ J. Taylor (.5)	5.90	4,956.00
11/12/12	SHIFER, JOSEPH A	Review sale pleadings (.8), discuss sale objections w/ S. Zide, J. Taylor (.6); email to S. Zide and P. Bentley re severability (.3), follow up email to Moelis re purchase price analysis (.4), research re cure issues (1.2), revise proposed sale orders (2.4), review sale documents re same (1.3), review and revise email to Committee re sale pleadings (.4), speak to S. Zide re: same (.4)	7.80	5,226.00
11/12/12	FREJKA, ELISE S	Review (1.0) and analyze (.8) Debtors' response to objections to sale.	1.80	1,359.00
11/12/12	TAYLOR, JEFFREY	Reviewed Platform APA (1.3), discussions w/ S. Krouner re the same (.5); discussions w/ Debtors counsel regarding AFI transition services agreement (.9), emails with Debtors counsel re same (.3); reviewed economic analysis of cure claims (1.2); correspond w/ S. Krouner, S. Zide re: removal of contracts (.6); discuss sale objections w/ S. Zide, J. Shifer (.6).	5.40	4,023.00
11/13/12	ALLARD, NATHANIEL	Update chart on Sale/Cure objections	0.30	124.50

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11/13/12	BESSONETTE, JOHN	Prepare for (.5) and meet with S. Krouner and J. Taylor to review key items in connection with Sale Hearing (.5); emails w/ J. Taylor, S. Krouner, S. Zide re: sale orders, APAs and objections (1.0)	2.00	1,580.00
11/13/12	LI, JENNIFER W	Review (2.0) and analyze (1.7) Debtors' Sale Motion.	3.70	1,535.50
11/13/12	ZIDE, STEPHEN	Office conference w/ D. Mannal re: sale orders (.4); Calls with MoFo, D. Mannal, J. Taylor, E. Daniels re sale order and cure issues (1.1); revise markup of sale order with E. Daniels, J. Shifer and J. Taylor (1); correspond with D. Flanigan and E. Frejka re sale order borrower issues (1.4). Discuss open sale issues and potential pleading with J. Shifer (1). Correspond with J. Rosenthal re sale issues (.8). Call with creditors re sale objections (.5); emails with L. Pettit re same (.4); emails with R. Rudder re GSE issues (.7).	7.30	5,256.00
11/13/12	RUDDER, RICHARD	Emails w/ S. Zide, E. Daniels re; GSE issues (.7); Research re: severability of Fannie and Freddie MSSCs (1.5); review rights of GSEs re: sale issues (1.0); research re: obligation of transferee (1.7); research re: impact of TILA and HOEPA on sale order (1.5).	6.40	6,176.00
11/13/12	SHAIN, ALIYA	Prepare multiple copies of sale objections and cure objections binders.	2.30	655.50
11/13/12	KROUNER, SHARI K.	Correspond w/ S. Zide & E. Daniels re Ally & Govt sale objections (.7); review Ocwen APA & exhibits re outstanding issues (1.3); correspond w/ J. Taylor & MoFo re Ocwen APA issues (1.2); review Berkshire APA re outstanding issues (.7); correspond w/ J. Taylor & MoFo re same (.4); correspond w/ S. Zide & J. Taylor re Ocwen APA issues (.8); correspond w/ S. Zide & L. Pettit re UCC questions re HOEPA issues (.7); correspond w/ J. Taylor, S. Zide & E. Daniels re revisions to Ocwen Sale Order (1.2); review Berkshire Sale Order (1.0); correspond w/ S. Zide & J. Shifer re comments to same (.8); meeting w/ J. Bessonette, J. Taylor to prep for sale hearing (.5)	9.30	7,812.00

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11/13/12	DANIELS, ELAN	Email correspondence with R. Rudder, S. Zide regarding GSE objections (.4); T/C with Morrison Foerster, D. Mannal, S. Zide, J. Taylor re sale order open issues (1.1); correspond with J. Shifer, S. Zide regarding inserts for Sale Order (.8)	2.30	1,610.00
11/13/12	SHIFER, JOSEPH A	Confer with S. Zide re sale issues and potential pleading (1.0), emails with A. Barrage and T. Goren re revised sale orders (.2), revise sale orders (4.1), follow up emails with S. Krouner and J. Taylor re sale orders (.8), emails with T. Goren and A. Barrage re assignment of contracts (.4).	6.50	4,355.00
11/13/12	FREJKA, ELISE S	Review Ocwen sale order with emphasis on borrower related issues (2.6); analysis of issues with same (2.6); calls with R. Friedman regarding same and application to sale order (.6); emails w/ S. Zide regarding same (.3).	6.10	4,605.50
11/13/12	TAYLOR, JEFFREY	Call w/ Debtors' counsel, D. Mannal, S. Zide, E. Daniels re sale orders (1.1); reviewed (1.0) and revised the same (.9); correspond w/ S. Krouner, S. Zide, E. Daniels regarding the same (1.4); reviewed Platform APA and schedules thereto (.9). Meet w/ J. Bessonette, S. Krouner re: sale issues (.5).	5.80	4,321.00
11/13/12	MANNAL, DOUGLAS	Review proposed sale orders (3.7); conference call with MoFo re same (1.1); office conference with S. Zide re same (.4)	5.20	4,108.00
11/14/12	ALLARD, NATHANIEL	Distribute docket updates re: sale hearing to internal KL team (.4); correspond w/ S. Zide re: comments to sale order (.3), incorporate same comments into documents (.5)	1.20	498.00
11/14/12	ZIDE, STEPHEN	Draft detailed summary email of open sale issues and summary of pleading for Committee members (1.5); correspond with J. Shifer and R. Ringer re same (.8). Draft (1.2) and revise statement re open sale issues (.8); correspond with J. Shifer, S. Krouner and E. Daniels re same (1.5). Emails with RMBS Trustees re sale issues (.2); mark up document re same (.4).	6.40	4,608.00
11/14/12	BESSONETTE, JOHN	Correspondence re: sale objections and resolutions w/ MoFo, S. Zide, J. Taylor, S. Krouner	1.00	790.00

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11/14/12	RUDDER, RICHARD	Research Fannie and Freddie guides provisions re: transfer of master and primary servicing.	2.70	2,605.50
11/14/12	DANIELS, ELAN	Review sale order comments (.4) and calls with T. Goren regarding same (.5); email correspondence with J. Demarco regarding same (.7); review revised section 6.16 (.4), prepare mark-up to same (.3) and email correspondence with A. Barrage regarding same (.2); T/C with T. Goren, J. DeMarco and S. Zide regarding sale order (.6); correspondence with S. Zide, J. Shifer regarding open sale issues (.9)	4.00	2,800.00
11/14/12	SHAIN, ALIYA	Organize recently filed sale objections (1.0); update cure objections chart (1.0); emails with N. Allard re: same (.3); re-format sale objections chart (.7)	3.00	855.00
11/14/12	KROUNER, SHARI K.	Review Fannie issues list (.7); review Section 6.16 revisions (.4); correspond w/ MoFo, S. Zide, J. Shifer, J. Taylor & E. Daniels re comments to sale orders (1.6); review Statement of UCC re Platform Sale (1.4); correspond w/ S. Zide & J. Shifer re comments to Statement (1.1); review UCC update re: sale issues (.4); correspond w/ S. Zide re comments to update (.3)	5.90	4,956.00
11/14/12	SHIFER, JOSEPH A	Draft (3.3) and revise statement re Ocwen sale (2.3), confer with E. Frejka re borrower issues (.3), emails with S. Zide and E. Frejka re same (.4), research re sale order issues (.4) and emails with J. Brody re same (.3), correspond with S. Zide re sale issues (.6), review revised sale orders (1.3), and follow up correspondence with S. Zide re same (.4)	9.30	6,231.00
11/14/12	FREJKA, ELISE S	Comments on sale order (1.2); discussion with R. Friedman regarding same (.3); research (1.4) and review law regarding borrower issues (1.0); confer w/ J. Shifer re: same (.3).	4.20	3,171.00
11/14/12	TAYLOR, JEFFREY	Reviewed draft sale orders (1.7); correspond w/ S. Krouner, J. Bessonette, S. Zide regarding the same (.6); reviewed Platform and HFS APAs and exhibits and schedules thereto (2.4).	4.70	3,501.50
11/14/12	SIMON, NORMAN	Review Fannie/Freddie sale objections (.8)	0.80	632.00

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11/14/12	ZIDE, STEPHEN	Call w/ T. Goren, J. DeMarco, E. Daniels re: sale order (.6); Correspond with T. Goren (.9), J. Demarco (.7) re: sale issues; correspond w/ S. Krouner, J. Taylor, E. Daniels J. Shifer, N. Allard re same (1.5). Review (.4) and draft provision for sale orders (.6). Draft detailed summary of sale issues for D. Mannal (1.0).	5.70	4,104.00
11/15/12	ALLARD, NATHANIEL	Review recently filed pleadings re: sale (.4), distribute same to internal KL team (.2); update sale/cure chart (.4); review agenda for sale hearing (.2), discuss same w/ A. Shain (.2); review Committee statement re: sale (.5)	1.90	788.50
11/15/12	ALLARD, NATHANIEL	Meet w/ S. Zide re: RMBS Trustee Sale Objection (.1), perform research re: same (1.1), emails to S. Zide re: same (.4)	1.60	664.00
11/15/12	RUDDER, RICHARD	Review Fannie and Freddie guides re: sale issues	1.30	1,254.50
11/15/12	DANIELS, ELAN	Review (.4) and revise (.3) statement regarding sale objections, and correspondence with J. Shifer re same (.2); Call w/ MoFo and S. Zide re: section 6.16 (.4); correspondence with A. Barrage, R. Maddox re DOJ/AG consent judgment issues in APA (.7)	2.00	1,400.00
11/15/12	ZIDE, STEPHEN	Call with MoFo and E. Daniels re Section 6.16 language (.4). Emails with counsel to Trustees re language to sale order (.3); follow up with T. Goren re same (.2). Emails and calls with counsel to Wilmington re JSN sale order issue (.8); follow up with K. Eckstein re same (.2); emails to MoFo and Milbank re same (.4). Review (1) and revise (1.5) UCC sale statement; confer w/ B. O'Neill re: same (.4), correspond with J. Shifer, D. Mannal and B. O'Neill re same (1.6); calls with T. Goren re open sale issues (1). Review revised Berkshire sale order (1); call with T. Goren re comments (.1); email J. Taylor re same (.2). Speak with E. Frejka re borrower issues (.6). Emails with counsel to BH and K. Eckstein re Berkshire sale order (.1).	9.80	7,056.00
11/15/12	SHAIN, ALIYA	Begin preparing binders for sale hearing.	4.20	1,197.00
11/15/12	BRODY, DANIEL J	Review schedules in data room for debtor counterparties for J. Taylor	4.00	2,180.00

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11/15/12	O'NEILL, P. BRADLEY	Revise statement re: sale (.8); Confer w/ S. Zide re same (.4)	1.20	948.00
11/15/12	KROUNER, SHARI K.	Review revised sale orders (1.6); correspond w/ MoFo & S. Zide re comments (.9); review revised Statement of UCC (1.2); correspond w/ J. Shifer re comments (.4); correspond w/ MoFo re para 35 (.8)	4.90	4,116.00
11/15/12	SHIFER, JOSEPH A	Review (2.0) and revise (1.4) draft statement re Ocwen sale, additional edits to same (1.8), supervise filing of same (.6), confs with E. Frejka re 363(o) issues (.2) and research re same (.6), correspond with S. Zide, J. Taylor, and S. Krouner re sale issues (.8), discuss transition services agreement w/ J. Taylor (.5).	7.90	5,293.00
11/15/12	VANARIA, HUNTER	Review statement re Ocwen sale (1.0); correspond with J. Shifer re same (.2); revise same (.2); prepare and file same (.5).	1.90	589.00
11/15/12	FREJKA, ELISE S	Further analyze 363(o) issues (1.6); discuss same with S. Zide (.6), discuss same w/ R. Friedman (.2), discuss same w/ J. Shifer (.2); review draft order approving sale (1.1).	3.70	2,793.50
11/15/12	TAYLOR, JEFFREY	Correspond w/ S. Krouner, S. Zide, J. Shifer re outstanding sales issues (1.6); reviewed inserts to draft Sale Order re the Ocwen/Debtor transition services agreement (.4); internal discussions w/ J. Shifer regarding the same (.5); reviewed Schedule E to the Platform APA (.7); correspond w/ S. Zide regarding the same (.4); correspond w/ S. Zide and J. Shifer regarding DLJ back-up bid (.3); reviewed DLJ bid regarding the same (.4).	4.30	3,203.50
11/15/12	MANNAL, DOUGLAS	Revise Committee statement re: proposed sales.	2.00	1,580.00
11/16/12	ALLARD, NATHANIEL	Review newly filed sale/cure objections (1.1), circulate updates re same (.3); update sale/cure chart re: same (.7); correspond w/ S. Zide re: same (.3); correspond with A. Shain re: same (.4)	2.80	1,162.00
11/16/12	GOOT, RACHEL L	Create indices for sale binders (4.5); prepare binders for sale hearing (2.3).	6.80	2,006.00
11/16/12	BESSONETTE, JOHN	Correspond w/ S. Krouner, J. Taylor, S. Zide re: sale objections and resolutions (1.1); correspond re: back up bid w/ J Taylor, S. Zide (.6).	1.70	1,343.00

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11/16/12	ZIDE, STEPHEN	Emails with MoFo re sale order (.5). Emails with N. Allard and R. Ringer re new sale objections (.5). Emails and calls with T. Goren re back up bid (.5); call with J. Dermont re same (.4); emails with J. Taylor re same (.4). Email with JSN re ROR language for sale order (.2).	2.50	1,800.00
11/16/12	RUDDER, RICHARD	Research Fannie and Freddie guides re right to terminate at will.	1.10	1,061.50
11/16/12	BRODY, DANIEL J	Review Schedules in data room for sale objection counterparties for J. Taylor (.4); meeting with J. Taylor re: same (.2)	0.60	327.00
11/16/12	KROUNER, SHARI K.	Review sale objections (2.2); review para 35 revisions (.6); correspond w/ J. Taylor, S. Zide re contract rejection issues re Ocwen APA (.3); discuss outstanding sale issues w/ J. Taylor (.5)	3.60	3,024.00
11/16/12	FREJKA, ELISE S	Further analyze 363(o) issues (1.9); correspond re: same with S. Zide (.4); review draft orders approving sale (1.8)	4.10	3,095.50
11/16/12	TAYLOR, JEFFREY	Call w/ Debtors' counsel regarding outstanding sales issues (.9); internal discussions w/ S. Krouner regarding the same (.5); correspond w/ S. Zide regarding the Schedule E to the Platform APA (.5); reviewed the same (1.2); correspond w/ S. Zide and J. Bessonette regarding DLJ back-up bid requirements (.6). Meet w/ D. Brody re: sale objection counterparties (.2)	3.90	2,905.50
11/16/12	RINGER, RACHAEL L	Discussion with chambers re: sale hearing (.1), correspondence with E. Frejka and N. Allard re: NACA objection to sale (.3)	0.40	218.00
11/16/12	MANNAL, DOUGLAS	Review sale orders (2.5), review open sale issues (1.0).	3.50	2,765.00
11/16/12	SHAIN, ALIYA	Compile binder of all cure objections (1.7); update cure objection chart (1.7)	3.40	969.00
11/17/12	ALLARD, NATHANIEL	Emails w/ S. Krouner re: SBO Servicing Agreements cure claim amounts	0.30	124.50

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11/17/12	ZIDE, STEPHEN	Emails with T. Goren re Conn HFA objection (.2); Review emails from S. Krouner, J. Taylor re status of sale/cure issues (.7). Emails w/ E. Daniels re: JSN reservation of rights (.2) Review para 35 language for order (.7); emails with J. Taylor re same (.3). Emails with E. Daniels and D. Mannal re sale order issues on compliance claims (.4). Emails with J. Dermont re back up bid issues (.5). Review sale orders (.4).	3.40	2,448.00
11/17/12	KROUNER, SHARI K.	Review UCC correspondence on sale issues (.7); correspond re cure amounts & analyses w/ S. Zide, J. Taylor, N. Allard (.9); review cure objections (1.9); review consortium termination issues (.9); correspond w/ S. Zide, J. Taylor re same (.4).	4.80	4,032.00
11/18/12	ALLARD, NATHANIEL	Call w/ MoFo, S. Zide, J. Taylor, J. Shifer, E. Daniels re: Sale Hearing (1.6); call w/ Moelis, K. Eckstein, D. Mannal, S. Krouner, J. Taylor, S. Zide, E. Daniels, and R. Ringer re: Sale Hearing (1.3); update sale/cure objection status (.5).	3.40	1,411.00
11/18/12	ECKSTEIN, KENNETH H.	Call w/ D. Mannal, Moelis, S. Zide, S. Krouner, J. Taylor, E. Daniels, R. Ringer, N. Allard re: sale issues (1.3), review materials in preparation of sale hearing (.7).	2.00	1,980.00
11/18/12	DANIELS, ELAN	Call w/ MoFo, S. Zide, J. Taylor, J. Shifer, N. Allard re: sale objections (1.6); call w/ Moelis, K. Eckstein, D. Mannal, S. Krouner, S. Zide, J. Taylor, R. Ringer, N. Allard re: sale issues (1.3); review sale orders, APA inserts (2.0), correspond w/ S. Zide, D. Mannal, J. DeMarco re: same (1.4); emails w/ S. Zide re: section 6.16 (.2).	6.50	4,550.00

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11/18/12	ZIDE, STEPHEN	Calls with D. Mannal re open sale issues (1); correspond with J. DeMarco, E. Daniels and D. Mannal re negotiations on sale riders for preservation of estate claims (1.4); draft and revised riders re same (1). Calls with DLJ counsel re back up bid issues (1); call with Debtors re same (.4). Draft detailed summary of open issues for K. Eckstein (1.5); draft detailed email update to the Committee on open sale issues and recommendations re same (1.3); coordinate with R. Ringer and J. Shifer re same (.7).	8.30	5,976.00
11/18/12	KROUNER, SHARI K.	Call w/ MoFo & J. Taylor re schedule E & contract rejection issues (.9); correspond w/ S. Zide re para 35 (.6); call w/ Moelis, K. Eckstein, D. Mannal, S. Zide, J. Taylor, E. Daniels, R. Ringer, N. Allard re sale issues (1.3); correspond w/ S. Zide, J. Taylor re Ocwen sale order issues (.8); review DLJ reservation of rights (.5)	4.10	3,444.00
11/18/12	SHIFER, JOSEPH A	Call with MoFo, S. Zide, J. Taylor, E. Daniels, N. Allard re sale objections (1.6), revise email summary of same (.8)	2.40	1,608.00
11/18/12	TAYLOR, JEFFREY	Call w/ MoFo, S. Krouner re: Schedule E to the Platform APA and ability of Debtors to remove contracts from the sale (.9); call w/ Moelis, K. Eckstein, D. Mannal, S. Krouner, S. Zide, E. Daniels, R. Ringer, N. Allard regarding outstanding sale issues (1.3); attend portion of call w/ MoFo, S. Zide, E. Daniels, J. Shifer, N. Allard regarding outstanding sale objection (1.2).	3.40	2,533.00
11/18/12	MANNAL, DOUGLAS	Calls w/ S. Zide re: sale issues (1.0); call w/ Moelis, K. Eckstein, S. Krouner, S. Zide, J. Taylor, E. Daniels, R. Ringer, N. Allard re: sale issues (1.3). Correspond w/ S. Zide, E. Daniels re: sale riders (.7); Prepare for sale hearing (1.1).	4.10	3,239.00

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11/18/12	ZIDE, STEPHEN	Call w/ K. Eckstein, D. Mannal, Moelis, S. Krouner, J. Taylor, E. Daniels, R. Ringer, N. Allard re: sale issues (1.3); call w/ MoFo, J. Taylor, E. Daniels, J. Shifer, N. Allard re: sale objections (1.6); markup para 35 language for sale order (.5); email with MoFo re same (.1); call with MoFo re same (.6). Email with Wilmington re sale objection resolution (.1). Emails with E. Daniels re 6.16 language for Ocwen sale (.2). Emails with R. Ringer re sale hearing preparation (.2); follow up correspondence with R. Ringer and A. Shain re same (.5).	5.10	3,672.00
11/18/12	RINGER, RACHAEL L	Call with Moelis, K. Eckstein, D. Mannal, S. Krouner, S. Zide, J. Taylor, E. Daniels and N. Allard re: sale issues (1.3); prepare for sale hearing (1.8); review DLJ reservation of rights (.2); revise sale order inserts (.5).	3.80	2,071.00
11/19/12	ALLARD, NATHANIEL	Proofread statement re back-up bid termination (.4), correspond w/ J. Shifer re same (.3)	0.70	290.50
11/19/12	MIRVIS, DORI Y	Researched case law re: approval of agreements pursuant to section 363 of the Bankruptcy Code (.6); Revised summary chart re: approval of agreements pursuant to section 363 of the Bankruptcy Code (.6).	1.20	582.00
11/19/12	LI, JENNIFER W	Edit and finalize notes re: Syncora and FGIC objections (.5); email notes to J. Bessonette (.1).	0.60	249.00
11/19/12	ZIDE, STEPHEN	Prepare for asset sale hearing (1); negotiations w/ Ocwen, the Debtors, AFI and other parties in advance of sale hearing (1); coordinate pleading on back-up bid response (.8); correspondence with K. Eckstein, J. Dermot re settlement of same (.5); emails with DLJ counsel re same (.6). Review final versions of sale orders (.9); call with D. Mannal, E. Daniels re same (.4); emails with E. Daniels re same (.2); mark up same (.2); emails with T. Goren re same (.3). Emails with T. Goren re cure settlements (.2).	6.10	4,392.00
11/19/12	BESSONETTE, JOHN	Emails w. J. Taylor, S. Zide re resolution of sale objections relating to HFS auction.	1.10	869.00

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11/19/12	O'NEILL, P. BRADLEY	Confer w/ J. Shifer re: back up bid issue (.5); revise brief re: same (1.2), review other briefs re: same (.5), correspond w/ D. Mannal J. Shifer, S. Zide re: same (.3)	2.50	1,975.00
11/19/12	DANIELS, ELAN	Review sale order (.2) and call with D. Mannal, S. Zide regarding sale order (.4).	0.60	420.00
11/19/12	SHAIN, ALIYA	File and serve Statement re: DLJ Consortium.	0.50	142.50
11/19/12	KROUNER, SHARI K.	Review pleading re consortium termination (.8); correspond re: same w/ S. Zide, J. Taylor & J. Shifer (.4)	1.20	1,008.00
11/19/12	SHIFER, JOSEPH A	Confer w/ B. O'Neill re: back-up bid issues (.5); draft (3.0) and revise (1.4) statement re back-up bid issue; correspond w/ D. Mannal, S. Zide, S. Krouner re: same (.3).	5.20	3,484.00
11/19/12	MANNAL, DOUGLAS	Draft insert to proposed sale order re transfer of claims (1.2); TCF with S. Zide and E. Daniels re same (.4)	1.60	1,264.00
11/19/12	TAYLOR, JEFFREY	Reviewed Schedule E to the Platform APA (.6); discussions w/ M. Beck regarding the same (.6).	1.20	894.00
11/20/12	MIRVIS, DORI Y	Researched case law re: 363 sale issues.	0.30	145.50
11/20/12	DANIELS, ELAN	Review Ally subservicing stipulation (.4) and correspondence with S. Zide, D. Mannal and J. DeMarco regarding sale reservation of rights (.4); review supplemental servicing issues (.2); correspondence with J. Cordaro regarding exhibits to sale order (.9); T/C and email correspondence with T. Goren regarding same (.4) correspondence with J. Cordaro, S. Zide, T. Goren, J. Demarco regarding DOJ issues (1.5) and research regarding same (.6).	4.40	3,080.00
11/20/12	ZIDE, STEPHEN	Confer w/ D. Mannal re: revised sale order (.6); emails with MoFo and DLJ counsel re resolution of back up bid issue (.5). correspond w/ E. Daniels, J. Demarco, T. Goren and Wilmington counsel re revisions and comments to sale order (3.4). Review final orders of Berkshire (1) and Ocwen (1.5) sales; correspond with, J. Taylor, S. Krouner, T. Goren and E. Daniels re same (2.1). Discuss cure issues w/ S. Krouner (.4); Emails with J. Amster re LOC (.2). Emails with T. Goren re adjourned objections to sale and cure settlements (.4).	10.10	7,272.00

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11/20/12	CHIN, KENNETH	Review issue regarding Ocwen sale order	0.40	336.00
11/20/12	FREJKA, ELISE S	Review (1.0) and comment on revised sales orders (.6).	1.60	1,208.00
11/20/12	KROUNER, SHARI K.	Review cure issue analysis (.3) and discuss same w/ S. Zide (.4)	0.70	588.00
11/20/12	KROUNER, SHARI K.	Review revised sale orders and related exhibits (1.2), correspond w/ E. Daniels, S. Zide re: same (.3).	1.50	1,260.00
11/20/12	MANNAL, DOUGLAS	Office conference with S. Zide re revised sale order (.6).	0.60	474.00
11/20/12	RINGER, RACHAEL L	E-mails with S. Zide re: sale order issues, review changes to same (.5), e-mails with S. Zide and E. Daniels re: open sale issues (.3)	0.80	436.00
11/20/12	ECKSTEIN, KENNETH H.	Review sale order re open issues (1.0), correspondence with S. Zide re: same (.4)	1.40	1,386.00
11/21/12	ALLARD, NATHANIEL	Organize recently filed sale orders, distribute same to KL team.	0.20	83.00
11/21/12	ZIDE, STEPHEN	Emails with E. Daniels re finalized orders (.2). Emails w/ J. Shifer re Canada sale process (.3).	0.50	360.00
11/23/12	KROUNER, SHARI K.	Review Moelis auction proceeds analysis.	0.80	672.00
11/26/12	ZIDE, STEPHEN	Review update on Canada asset sale (.5); review de minimis asset sale procedures (.2); emails with Moelis re same (.2). Discuss open sale DOJ issue with E. Daniels (.2).	1.10	792.00
11/26/12	BESSONETTE, JOHN	Confer w/ S. Krouner re: next steps in pre-closing process and GSE cure claims.	0.50	395.00
11/26/12	DANIELS, ELAN	Discuss open sale issues w/ S. Zide (.2); Review DOJ/AG consent judgment docket and organizational documents and email correspondence to J. Cordaro regarding same (.2).	0.40	280.00
11/26/12	KROUNER, SHARI K.	Confer w/ J. Bessonette re: GSE cure claims (.5); review CVP Fannie/Freddie cure analyses (.6).	1.10	924.00
11/26/12	RUDDER, RICHARD	Review Fannie and Freddie cure motions	1.20	1,158.00
11/26/12	ZIDE, STEPHEN	Review spreadsheet re Fannie Mae/Freddie Mac Cure Discussion (.3).	0.30	216.00
11/27/12	ZIDE, STEPHEN	Call with creditor re sale cure issues (.6). Correspond with S. Krouner re same (.2).	0.80	576.00
11/27/12	RUDDER, RICHARD	Analyze Fannie and Freddie cure motion	2.30	2,219.50

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11/28/12	ALLARD, NATHANIEL	Meet w/ S. Zide re: Fannie & Freddie cure objections (.4); draft chart re: components of cure objections (3.0); review pleadings re: same (.6)	4.00	1,660.00
11/28/12	ZIDE, STEPHEN	Review Debtors Fannie Mae/Freddie Mac Cure analysis (.4); meet with N. Allard re same (.4); call with S. Krouner re same (.5); call with Moelis, Alix, R. Rudder, S. Krouner re: same (.5)	1.80	1,296.00
11/28/12	KROUNER, SHARI K.	Review charts in prep for call w/ Moelis (.8); Call w/ S. Zide re Fannie & Freddie cure costs (.5); call w/ Moelis, Alix, S. Zide & R. Rudder re Fannie & Freddie cure claims (.5).	1.80	1,512.00
11/28/12	RUDDER, RICHARD	Conf. call w/S. Zide, S. Krouner, Alix, and Moelis re: Fannie and Freddie cure motions.	0.50	482.50
11/29/12	ALLARD, NATHANIEL	Call w/ S. Zide, S. Krouner, R. Rudder, J. Taylor, T. Goren, CVP, FTI, Moelis, Alix, and Debtors re: Fannie Mae & Freddie Mac cure claims (1.5); follow-up w/ S/ Zide re: same (.5); update chart re: same (1.5); follow-up emails w/ S. Krouner & D. Brody (.1);	3.60	1,494.00
11/29/12	ZIDE, STEPHEN	Call with Centerview, FTI, Moelis, MoFo, Alix, R. Rudder, S. Krouner, J. Taylor, N. Allard re GSE cure claim reconciliation (1.5); follow up email with CV re same (.1). Discuss analysis of same with N. Allard (.5). Emails with D. Rudder and E. Daniels re GSE cure claims (.3). Emails with MoFo on open cure issues (.2).	2.60	1,872.00
11/29/12	KROUNER, SHARI K.	Call w/ CVP, Debtors, MoFo, Moelis Alix, FTI, S. Zide, R. Rudder, J. Taylor, N. Allard re Fannie & Freddie cure analysis (1.5); discuss same w/ R. Rudder (1.0), correspond re: same w/ S. Zide (.2); emails w/ R/ Rudder, S. Zide re follow up questions re cure amounts (.7); review cure motion samples (1.0); review cure claim chart (.7)	5.10	4,284.00
11/29/12	RUDDER, RICHARD	Call w/ Centerview, Moelis, Alix, MoFo, FTI, S. Krouner, S. Zide, J. Taylor, N. Allard re: GSE cure analysis (1.5); discuss same w/ S. Krouner (1.0); review cure issues (.9).	3.40	3,281.00

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11/29/12	TAYLOR, JEFFREY	Reviewed material distributed by Debtors regarding Freddie and Fannie cure analysis (.6); participated in conference call with Debtors, CVP, FTI, Alix, Moelis, R. Rudder, S. Krouner, S. Zide, N. Allard regarding the same (1.5).	2.10	1,564.50
11/30/12	ALLARD, NATHANIEL	Correspond w/ S. Zide re: Fannie Mae & Freddie Mac cure analysis (.1), update chart re: same (.3), emails re: same to S. Zide, R. Rudder, S. Krouner & J. Taylor (.1); update cure objection chart (1.0)	1.50	622.50
11/30/12	KROUNER, SHARI K.	Review AFI 10-K re Fannie settlement (.8) & review Freddie settlement (.5); review updated chart re cure claims (.5).	1.80	1,512.00
11/30/12	ZIDE, STEPHEN	Call with creditor re GSE cure issues (.5); emails and calls with S. Tandberg re same (.5).	<u>1.00</u>	<u>720.00</u>
TOTAL			<u>561.90</u>	<u>\$384,201.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	52.30	51,777.00
SIMON, NORMAN	PARTNER	7.70	6,083.00
O'NEILL, P. BRADLEY	PARTNER	7.40	5,846.00
ROCHON, JENNIFER	PARTNER	4.10	3,239.00
MANNAL, DOUGLAS	PARTNER	49.80	39,342.00
CHASS, MARK	ASSOCIATE	0.90	670.50
ZIDE, STEPHEN	ASSOCIATE	14.00	10,080.00
RINGER, RACHAEL L	ASSOCIATE	31.80	17,331.00
MIRVIS, DORI Y	ASSOCIATE	1.20	582.00
ALLARD, NATHANIEL	ASSOCIATE	15.20	6,308.00
SHAIN, ALIYA	PARALEGAL	0.40	114.00
TOTAL		<u>184.80</u>	<u>\$141,372.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	CHASS, MARK	Review memo re: classification of claims.	0.90	670.50
11/01/12	ZIDE, STEPHEN	Correspond w/ K. Eckstein re: open plan issues.	1.00	720.00
11/01/12	RINGER, RACHAEL L	E-mails with D. Flanigan re: plan issues (.3), pre-call with K. Eckstein, D. Mannal, J. Dermont re: MBIA meeting (.5), call with MBIA, K. Eckstein, D. Mannal, S. Zide, Moelis re: plan issues (2.0)	2.80	1,526.00
11/01/12	MANNAL, DOUGLAS	Review MBIA protocol (1.1); pre-meeting with J. Dermont, K. Eckstein, R. Ringer re plan issues (.5); call with MBIA, K. Eckstein, S. Zide, R. Ringer, Moelis re plan issues (2.0).	3.60	2,844.00

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11/01/12	ECKSTEIN, KENNETH H.	Pre-meeting w/ J. Dermont, D. Mannal, R. Ringer re plan issues (.5); Call w/ MBIA, D. Mannal, S. Zide, R. Ringer, Moelis re plan model (2.0).	2.50	2,475.00
11/01/12	ECKSTEIN, KENNETH H.	Call with K. Handley re AIG, plan issues (1.0).	1.00	990.00
11/01/12	ZIDE, STEPHEN	Call with MBIA, K. Eckstein, D. Mannal, R. Ringer, Moelis re plan negotiations (2).	2.00	1,440.00
11/02/12	MANNAL, DOUGLAS	Numerous emails with S. O'Neal of Cleary re plan meeting with bondholders	0.40	316.00
11/05/12	ALLARD, NATHANIEL	Speak w/ S. Zide re: intercompany claims.	0.40	166.00
11/05/12	ZIDE, STEPHEN	Review confidentiality agreement (1); email D. Mannal re same (.2); speak with D. Mannal re same (.2); follow up correspondence with K. Eckstein re same (.2).	1.60	1,152.00
11/05/12	ZIDE, STEPHEN	Email with S. Tandberg re waterfall (.1); review analysis re same (.2).	0.30	216.00
11/05/12	RINGER, RACHAEL L	Attend portion of meeting with Deutsche Bank, K. Eckstein, D. Mannal, B. O'Neill re: plan issues (1.0)	1.00	545.00
11/05/12	MANNAL, DOUGLAS	Attend portion of meeting with counsel to Deutsche bank, K. Eckstein, B. O'Neill, R. Ringer, and re plan issues (1.1); review Paulson NDA (.5); review PSA waiver (.5); speak w/ S. Zide re: confidentiality agreement (.2).	2.30	1,817.00
11/05/12	MANNAL, DOUGLAS	Coordinate plan meetings for week of 11/5 (.4)	0.40	316.00
11/05/12	O'NEILL, P. BRADLEY	Meeting with Deutsche Bank, K. Eckstein, D. Mannal, R. Ringer re plan, claims issues (2)	2.00	1,580.00
11/05/12	ZIDE, STEPHEN	Speak with N. Allard re memo on intercompany claims.	0.50	360.00
11/05/12	ECKSTEIN, KENNETH H.	Meet with Deutsche Bank counsel, D. Mannal, B. O'Neill, R. Ringer re: plan issues (2.0).	2.00	1,980.00
11/06/12	ALLARD, NATHANIEL	Review intercompany claims (1.0) and begin drafting chart/memo re: same (1.2)	2.20	913.00
11/06/12	ECKSTEIN, KENNETH H.	Review plan model (.9), correspond w/ Moelis, D. Mannal re: same (.6).	1.50	1,485.00
11/06/12	ZIDE, STEPHEN	Review creditor NDA (.8); draft detailed email to K. Eckstein re same (.7).	1.50	1,080.00
11/06/12	RINGER, RACHAEL L	Prepare for (.4) and attend portion of meeting with BNY Mellon, K. Eckstein, D. Mannal re: plan issues (2.7).	3.10	1,689.50

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11/06/12	MANNAL, DOUGLAS	Prepare for (.6) and attend portion of meeting with G. Siegel, K. Eckstein, R. Ringer re plan issues (2.3); revise Moelis presentation to UCC re waterfall (1.1); review (.3), comment on (.3), W&C agreement re submission.	4.60	3,634.00
11/06/12	ECKSTEIN, KENNETH H.	Meet with G. Siegel, D. Mannal, R. Ringer re claims, plan structure and issues, etc. (3.0); calls w/ creditor re confidentiality, access to information, plan discussions (.7); call w/M. Ellenberg re plan update, model, etc. (.8); call w/J. Dermont re plan model (.4).	4.90	4,851.00
11/06/12	O'NEILL, P. BRADLEY	Attend meeting with Bank of New York re plan issues (2.5)	2.50	1,975.00
11/06/12	MANNAL, DOUGLAS	Call with bondholders re status of plan discussions (.4)	0.40	316.00
11/07/12	ALLARD, NATHANIEL	Review loan agreements (.6) and draft chart of intercompany claims (1.0)	1.60	664.00
11/07/12	ECKSTEIN, KENNETH H.	Meet with AIG and Allstate and counsel, D. Mannal, R. Ringer re claims, plan model (3.0); meet with J. Dermont to review model and prep for securities and Holdco meetings (1.7); meet with Wilmington, Cleary, D. Mannal, R. Ringer re plan issues (3.5)	8.20	8,118.00
11/07/12	RINGER, RACHAEL L	Attend portion of meeting with AIG/Allstate, K. Eckstein, D. Mannal (2.5), prepare for (.3) and attend (1.5) portion of meeting with Wilmington Trust, K. Eckstein, D. Mannal re: plan issues.	4.30	2,343.50
11/07/12	MANNAL, DOUGLAS	Prep for (.7) and attend portion of meeting with security claimants, K. Eckstein, R. Ringer re plan issues (2.2); prep for (.5); attend portion of meeting with Bondholders, K. Eckstein, R. Ringer re plan issues (2.6); follow-up meeting with Moelis re same (1.1)	7.10	5,609.00
11/07/12	SIMON, NORMAN	Analysis of bondholder claims and review of examiner submission re: same (2.8); attend portion of meeting with AIG, All State, K. Eckstein, D. Mannal (2.3); Meeting with J. Rochon re: bondholders claims (.5); attend portion of meeting with bondholders, K. Eckstein, D. Mannal, J. Rochon re: plan issues (1.8).	7.40	5,846.00

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11/07/12	ROCHON, JENNIFER	T/c with N.Simon regarding bondholders' claims (.5); analysis of bondholder's submission to Examiner (1.8); attend portion of meeting with bondholders, K. Eckstein, N. Simon and Moelis re: plan issues (1.80).	4.10	3,239.00
11/08/12	MANNAL, DOUGLAS	Meeting with independent board members re next steps	1.70	1,343.00
11/08/12	ECKSTEIN, KENNETH H.	Follow up discussions re plan discussions w/J. Dermont re: plan issues (.6).	0.60	594.00
11/09/12	ECKSTEIN, KENNETH H.	Meeting with FGIC, D. Mannal, R. Ringer re plan and settlement issues (3.6); call w/ M. Ellenberg re MBIA plan issues, RMBS issues (.7); call with K. Patrick re RMBS and plan issues (.5)	4.80	4,752.00
11/09/12	RINGER, RACHAEL L	Prepare for (.3) and attend portion of (2.6) meeting with FGIC, K. Eckstein, D. Mannal re: plan issues.	2.90	1,580.50
11/09/12	MANNAL, DOUGLAS	Draft notes from 11/8 meeting with board re: plan issues.	1.80	1,422.00
11/09/12	MANNAL, DOUGLAS	Attend portion of meeting with FGIC, K. Eckstein, R. Ringer re plan issue (2.1); TCF with Moelis re W&C submission (.7)	2.80	2,212.00
11/09/12	O'NEILL, P. BRADLEY	Attend portion of meeting with FGIC re plan issues (2.9)	2.90	2,291.00
11/11/12	ALLARD, NATHANIEL	Draft memo and chart on intercompany claims.	2.20	913.00
11/12/12	ALLARD, NATHANIEL	Research (1.6) and draft memo on intercompany claims (2.4).	4.00	1,660.00
11/12/12	ZIDE, STEPHEN	Review plan term sheet (.4) and meet with D. Mannal and R. Ringer re same (.9).	1.30	936.00
11/12/12	RINGER, RACHAEL L	Meet w/ D. Mannal and S. Zide re: plan term sheet (.9), follow-up meeting w/ D. Mannal re: same (.2) draft bullet points and chart re: plan issues (.5), attend portion of meeting with note bondholders, K. Eckstein D. Mannal re: plan issues (2.5), follow up correspondence w/ D. Mannal, S. Zide re: same (.8), draft (1.0) and revise plan term sheet (1.1), attend portion of call with D. Flanigan, K. Eckstein re: plan issues (.8), revise term sheet per D. Mannal comments (.9), review same and draft e-mail to K. Eckstein and J. Dermont re: same (.4).	9.10	4,959.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/12/12	MANNAL, DOUGLAS	Meet w/ S. Zide and R. Ringer re: plan term sheet (.9), follow-up meeting with R. Ringer re: same (.2); meet with note bondholders and W&C, K. Eckstein, R. Ringer re plan issues (3.5); conference call with US Bank, K. Eckstein re: plan issues (1.6); TCF with Moelis re next steps (1.1)	7.30	5,767.00
11/12/12	MIRVIS, DORI Y	Researched case law re: extending exclusivity periods (.5).	0.50	242.50
11/12/12	ECKSTEIN, KENNETH H.	Prepare for (.2) and meet with note bondholders, Cleary, Wilmington, D. Mannal, R. Ringer re case and Holdco issues (3.5); attend portion of call with US Bank, D. Mannal re plan and settlement issues (1.2); call with D. Flanagan, R. Ringer re: borrower plan issues (1.0).	5.90	5,841.00
11/12/12	ECKSTEIN, KENNETH H.	Review Moelis draft Waterfall and plan materials (.9), comment re same (.3); review (.5) and revise plan term sheet (.3).	2.00	1,980.00
11/12/12	SHAIN, ALIYA	Prepare form for plan term sheet (.4)	0.40	114.00
11/13/12	ALLARD, NATHANIEL	Research on intercompany claims	0.40	166.00
11/13/12	ZIDE, STEPHEN	Call with Moelis, K. Eckstein, D. Mannal, R. Ringer re plan term sheet (1.8).	1.80	1,296.00
11/13/12	RINGER, RACHAEL L	Call w/ Moelis, K. Eckstein, D. Mannal, S. Zide re: plan issues (1.8), follow-up correspondence w/ Moelis, S. Zide re: same (1.0).	2.80	1,526.00
11/13/12	MANNAL, DOUGLAS	Attend part of call with Moelis, K. Eckstein, S. Zide, R. Ringer re plan issues (1.1)	1.10	869.00
11/13/12	MIRVIS, DORI Y	Revised summary chart re: extending exclusivity periods (.7).	0.70	339.50
11/13/12	ECKSTEIN, KENNETH H.	Call w/ Moelis, D. Mannal, S. Zide, R. Ringer re: plan model and plan issues (1.8)	1.80	1,782.00
11/14/12	ECKSTEIN, KENNETH H.	Discuss w/Moelis waterfall and models (.8), prep materials re: same for committee (.4).	1.20	1,188.00
11/14/12	RINGER, RACHAEL L	Review plan issues (2.0), draft update e-mail re same to Committee members (1.5).	3.50	1,907.50
11/14/12	MANNAL, DOUGLAS	Call with MoFo re plan issues	1.30	1,027.00
11/14/12	SIMON, NORMAN	Review Plan Framework discussion materials (.3).	0.30	237.00

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11/15/12	ECKSTEIN, KENNETH H.	Call w/ R. Wynne re plan issues (.4); call with M. Ellenberg re same (.5); corresp with G. Lee re: same (.3); call with W.Curchack re: Wilmington/Holdco issues (.8); c/w D. Mannal re plan issues (.6); call with D. LeMay re: same (.4)	3.00	2,970.00
11/15/12	MANNAL, DOUGLAS	Confer w/ K. Eckstein re: plan issues (.6); TCF with D. Flanigan re plan (.6); TCF with Moelis re plan, waterfall and term sheet (1.7)	2.90	2,291.00
11/16/12	ALLARD, NATHANIEL	Research re: intercompany claims	0.50	207.50
11/16/12	MANNAL, DOUGLAS	Revise proposed waterfall (3.6); send to UCC members for review (.2); Call w/ MBIA professionals, K. Eckstein re: plan negotiation framework (.8), call w/ Wilmington Trust, K. Eckstein re: same (.6); correspond re: plan model w/ K. Eckstein (.5)	5.70	4,503.00
11/16/12	ECKSTEIN, KENNETH H.	Conference call w/ Blackstone, Moelis, CWT re: MBIA issues (.8); call w/ R. Wynne (.5), calls with MBIA professionals and D. Mannal (.8), K. Patrick (.5), MoFo (.7), Wilmington Trust and D. Mannal (.6) re: plan negotiation framework; discuss plan model w/ Moelis (.7); correspond re: same w/ D. Mannal (.5)	5.10	5,049.00
11/17/12	RINGER, RACHAEL L	Draft NDA with noteholders (.7), e-mails with D. Mannal re: same (.2)	0.90	490.50
11/17/12	ZIDE, STEPHEN	Review emails with J. Dermont re plan discussions (.4).	0.40	288.00
11/18/12	ZIDE, STEPHEN	Attend portion of call re waterfall with K. Eckstein, Moelis, MBIA and FGIC (1).	1.00	720.00
11/18/12	ECKSTEIN, KENNETH H.	Conf call w/ MBIA, FGIC, Moelis, S. Zide re plan models and issues (1.4); call w/J. Becker, W. Curchak re case issues, plan model, process (1.3).	2.70	2,673.00
11/18/12	RINGER, RACHAEL L	Draft confidentiality agreement re: plan issues (.9); revise same and emails with D. Mannal re: same (.5).	1.40	763.00
11/19/12	ALLARD, NATHANIEL	Review agreements (.5) and draft chart re: intercompany claims (.5)	1.00	415.00
11/20/12	ALLARD, NATHANIEL	Research on intercompany claims (.4).	0.40	166.00
11/20/12	MANNAL, DOUGLAS	Attend portion of meeting w/ K. Eckstein, R. Cieri, R. Schrock re: plan process	0.80	632.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/12	ECKSTEIN, KENNETH H.	Meet with R. Cieri and R. Schrock re AFI and case issues (w/ D. Mannal) (1.3)	1.30	1,287.00
11/21/12	ECKSTEIN, KENNETH H.	Emails w/G. Lee re plan issues (.3); emails with B O'Neill re: same (.3); emails with D. Mannal re same (.3)	0.90	891.00
11/21/12	ECKSTEIN, KENNETH H.	Call w/ J. Garrity and J. Rosenthal re plan issues (1.4); call w/Ray Schrock re: plan process (.4)	1.80	1,782.00
11/21/12	ECKSTEIN, KENNETH H.	Call w/ R. Wynne (.8); and call w/ M. Ellenberg (.3) re: plan issues.	1.10	1,089.00
11/23/12	MANNAL, DOUGLAS	Email with J. Dermont re plan discussions.	0.30	237.00
11/25/12	MANNAL, DOUGLAS	Email with E. Daniels and S. Zide re intercreditor agreement (.2)	0.20	158.00
11/26/12	ZIDE, STEPHEN	Correspondence re: intercreditor issue with E. Daniels (.2); review summary email of same (.2).	0.40	288.00
11/27/12	ALLARD, NATHANIEL	Review intercompany claims, email w/ S. Zide re: same.	0.30	124.50
11/29/12	ALLARD, NATHANIEL	Meet w. S. Zide re: intercompany claims, (.4); research case law re: same (.5).	0.90	373.50
11/29/12	ZIDE, STEPHEN	Revise memo on intercompany claims (1); discuss same with N. Allard (.4).	1.40	1,008.00
11/29/12	MANNAL, DOUGLAS	Conference call with Trustees re next steps	1.20	948.00
11/30/12	ALLARD, NATHANIEL	Research case law on intercompany claims.	1.30	539.50
11/30/12	MANNAL, DOUGLAS	Review mediator motion (1.6); comment on same (2.3)	3.90	3,081.00
11/30/12	ZIDE, STEPHEN	Research re intercompany claims (.8).	<u>0.80</u>	<u>576.00</u>
TOTAL			<u>184.80</u>	<u>\$141,372.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	8.60	8,514.00
SIMON, NORMAN	PARTNER	105.20	83,108.00
ROCHON, JENNIFER	PARTNER	53.40	42,186.00
SPARLING, STEVEN	PARTNER	10.80	8,532.00
HERZOG, BARRY	PARTNER	2.50	2,162.50
MANNAL, DOUGLAS	PARTNER	11.90	9,401.00
PETTIT, LAURENCE	PARTNER	0.50	420.00
HAMERMAN, NATAN	ASSOCIATE	97.10	72,339.50
SIEGEL, CRAIG L	ASSOCIATE	81.50	60,717.50
ZIDE, STEPHEN	ASSOCIATE	0.50	360.00
MOSES, MATTHEW B	ASSOCIATE	80.70	55,279.50
DANIELS, ELAN	ASSOCIATE	4.70	3,290.00
DUFFIELD, CARL D	ASSOCIATE	93.70	59,499.50
FORD, SAMANTHA	ASSOCIATE	178.90	113,601.50
ETTARI, SAMANTHA	ASSOCIATE	79.20	55,440.00
GIL, ALEXANDRA	ASSOCIATE	5.20	3,276.00
CAHN, JOSHUA B	ASSOCIATE	2.00	880.00
RINGER, RACHAEL L	ASSOCIATE	2.00	1,090.00
DIFRANCESCO, KRISTIN	ASSOCIATE	121.20	66,054.00
JARIWALA, AAKASH	ASSOCIATE	42.80	23,112.00
OLINZOCK, MATTHEW W	ASSOCIATE	3.30	1,782.00
ROSEN, SARAH N	ASSOCIATE	65.30	35,588.50
MIRVIS, DORI Y	ASSOCIATE	2.20	1,067.00
DENK, KURT M	ASSOCIATE	174.10	84,438.50
ALLARD, NATHANIEL	ASSOCIATE	1.70	705.50
TABAK, EMILY S	ASSOCIATE	70.60	34,241.00
REID, DENISE L	PARALEGAL	18.70	5,516.50
SCARBROUGH, KIMESHA	PARALEGAL	14.10	4,159.50
CIFONE, DAWN	PARALEGAL	84.70	24,986.50
VANARIA, HUNTER	PARALEGAL	0.30	93.00
GOOT, RACHEL L	PARALEGAL	<u>0.40</u>	<u>118.00</u>
TOTAL		<u>1,417.80</u>	<u>\$861,959.00</u>

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DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ETTARI, SAMANTHA	Confer with N. Simon and J. Rochon to review talking points re bank transfer (2.4); revise same (2.1); Review pre-petition asset sales slide decks (3.2), multiple telephone calls with AlixPartners re same (1.0); draft talking points re same (2.3); Telephone call with M. Arango to discuss bank transfer talking points (1.0); Review legal research re issues and claims relating the bank transfer (.9); Multiple telephone calls with N. Simon, J. Rochon, and AlixPartners re loan facilities and committee presentation (.5).	13.40	9,380.00
11/01/12	SPARLING, STEVEN	Emails re: MSR Swap legal research issues w/N. Simon and K. Denk (.3); email w/K. Denk re: same (.7); email w/S. Ettari re: factual issues underlying legal claims (.2); discuss Committee presentation outline w/N. Simon (.3); email w/library re: research related to legal claims (.1); draft email to N. Simon, J. Rochon, S. Ettari, C. Duffield, and K. Denk re: legal theory (.6); review legal research re: same (.8); emails re: legal research w/C. Duffield (.2); emailed w/ K. Eckstein, D. Mannal, and P. Bentley re: legal research issues (.2); emailed w/A. Aufses re: legal claims (.2); revise talking points for presentation (5.8).	9.40	7,426.00
11/01/12	ROCHON, JENNIFER	Analyze legal research re: potential claims against AFI (1.4); conference call with N. Simon and S. Ettari re: Ally Bank transaction and other Talking points for UCC presentation (2.4); revise talking points on subservicing issues (1.0); t/c's with C. Siegel re: subservicing issues (0.3); t/c with N. Simon re: UCC presentation talking points (1.3); call with S. Ettari re: same (0.5).	6.90	5,451.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	CIFONE, DAWN	Organize Ally Bank documents for upcoming presentation to examiner (3.0); organize, electronic versions of Ally Bank documents in electronic files (1.5); Prepare corresponding index (1.2); organize MSR Swap documents for upcoming presentation to examiner (3.5); make searchable (1.0) and organize in electronic files (.5); Draft email re instructions for creating compressed PDF file of documents for upcoming presentation to the examiner (0.3)	11.00	3,245.00
11/01/12	SIMON, NORMAN	Analyze (2.1) and draft (4.2) Committee presentation re: AFI liability; Call and MSR meeting with Moelis, N. Hamerman, K. Denk (.8); Call with J. Rochon, S. Ettari re: Ally Bank analysis (2.4); Meeting with N. Hamerman, K. Denk re: MSR (2.3); Call with J. Rochon re: UCC presentation (1.3); Correspondence with S. Ettari and J. Rochon re: same (.5); discussions with S. Sparling re: same (.3).	13.90	10,981.00
11/01/12	DENK, KURT M	Meeting with N. Hamerman, C. Duffield, N. Simon & S. Sparling in preparation for AFI Investigation status presentation to Kramer Levin bankruptcy team (2.3); analyze (1.6) and prepare (1) documents for use in presentation; edited talking points for presentation (4); supervise D. Cifone (1.7) to finalize and prepare materials for presentation; emails (.4) and research (.8) for partners N. Simon & S. Sparling re: statute of limitations issues; call with N. Hamerman and N. Simon re: MSR Swap (.8).	12.60	6,111.00
11/01/12	JARIWALA, AAKASH	Review documents related to the MSR swap transaction re: relevance to investigation analysis.	4.10	2,214.00
11/01/12	JARIWALA, AAKASH	Review produced Ally/ResCap board minutes for the MSR swap transaction.	0.30	162.00
11/01/12	MOSES, MATTHEW B	Research fiduciary duties under Delaware law (2.4); t/c with C. Siegel re: potential claims against AFI (.4)	2.80	1,918.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	DUFFIELD, CARL D	Review produced documents re potential claims against AFI (3.4); review produced documents re: bank transfer (4.0); t/c with C. Siegel re: fraudulent conveyance issues (1.0).	8.40	5,334.00
11/01/12	SCARBROUGH, KIMESHA	Review produced Ally/ResCap board minutes (1.2); organize new board minutes and material onto the database (2.0); Additional review of board minutes and material added onto the database (3.8); assist with organizing Committee presentation documents (1.5).	8.50	2,507.50
11/01/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (7.5)	7.50	4,087.50
11/01/12	HAMERMAN, NATAN	Telephone meeting with Moelis, N. Simon and K. Denk re: MSR swaps (.8); revise talking points re: same (1.1); review documents re: same (1.8); follow-up meeting with N. Simon and K. Denk re: MSR issues (2.3).	6.00	4,470.00
11/01/12	FORD, SAMANTHA	Prepare for presentation to Creditor's Committee re: investigation analysis (4.9); review documents cited in presentation re: same (4.0).	8.90	5,651.50
11/01/12	SIEGEL, CRAIG L	TC w/ M. Moses re: legal research (.4); draft talking points for presentation regarding legal claims against AFI (3.2); TC w/ C. Duffield to coordinate research on fraudulent conveyance claims (1.0); prepare for and host TC w/ Alix (M. Landy) re: fraudulent conveyance claims (1.8). Research re: potential claims against AFI (4.0); research re: fraudulent conveyance claims (3.9); prepare for (.3) and participate in (.3) TCs w/ J. Rochon re: subservicing presentation talking points.	14.90	11,100.50
11/01/12	MANNAL, DOUGLAS	Review ResCap bank transfer claim summary (.8); emails with E. Daniels re same (.2); emails with C. Siegel re: same (.3)	1.30	1,027.00
11/01/12	MIRVIS, DORI Y	Research case law re: potential claims against AFI (1); Revise summary chart re: same (1.2).	2.20	1,067.00

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11/02/12	CIFONE, DAWN	Edit binders to be used in upcoming meeting and make necessary edits (2.8); Update index re: same (0.8); Pull cases and court filings for investigation presentation per N. Hamerman's request (1.3); organize copies of same (1.0); edit draft committee presentation re: investigation analysis (1.2); emails with N. Hamerman re: native files (0.5)	7.60	2,242.00
11/02/12	ETTARI, SAMANTHA	Prepare for presentation to K. Eckstein and D. Mannal, including reviewing and finalizing handout materials (.6); Participate in internal meeting with N. Simon, K. Denk, J. Rochon, N. Hamerman, D. Mannal, K. Eckstein and C. Siegel, AlixPartners and Moelis re prepetition transactions (4.5); Telephone call with N. Simon, K. Denk and J. Rochon re follow-up (.7); Email with AlixPartners re follow-up projects (1.0).	6.80	4,760.00
11/02/12	SIMON, NORMAN	Call with J. Rochon in preparation for UCC presentation meeting (.9); Prepare for UCC presentation meeting re: investigation analysis (2.6); meeting with K. Eckstein, J. Rochon, D. Mannal, C. Siegel Alix Partners, Moelis re: UCC presentation (4.5); Investigation team call (S. Ettari, K. Denk, S. Ford, J. Rochon) re: same (.7)	8.70	6,873.00
11/02/12	DENK, KURT M	Email and phone communications with N. Hamerman, S. Ettari, J. Rochon, N. Simon, & S. Sparling re: AFI Investigation status presentation to Kramer Levin bankruptcy team (.5); preparation for (1.5) and participation during (4.5) meeting with N. Simon, S. Ettari, J. Rochon, N. Hamerman, D. Mannal, K. Eckstein, and C. Siegel re: Committee investigation presentation; follow-up conference call regarding with N. Simon and J. Rochon (.7).	7.20	3,492.00

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11/02/12	ROCHON, JENNIFER	T/c with N. Simon re: preparation for meeting with Moelis, Alix Partners, K. Eckstein and D. Mannal re: UCC presentation (0.9); prepare for (.3) and participate in (4.5) conference call meeting with Moelis, Alix Partners, K. Eckstein, N. Simon, C. Siegel and D. Mannal re: UCC presentation; call with S. Ettari, N. Hamerman, K. Denk, S. Ford, N. Simon to prepare for UCC presentation (0.7).	6.40	5,056.00
11/02/12	MOSES, MATTHEW B	Research subsequent history of case law utilized in Committee legal presentation re: investigation.	1.70	1,164.50
11/02/12	SPARLING, STEVEN	Emails w/K. Denk re: legal research issue (.5); review emails from library re: corporate affiliates of ResCap (.1).	0.60	474.00
11/02/12	DANIELS, ELAN	T/C and email correspondence with C. Siegel regarding potential claims against AFI (.4)	0.40	280.00
11/02/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order re: prepetition transactions.	7.50	4,087.50
11/02/12	REID, DENISE L	Organize cases re: investigation claims (2.3); compile binder re: same (3.2).	5.50	1,622.50
11/02/12	HAMERMAN, NATAN	Prep for (1.1) and participate in presentation to professional group re investigation with C. Siegel, K. Eckstein, D. Mannal, N. Simon, Alix and Moelis (4.5); call with S. Ford re: same (.6).	6.20	4,619.00
11/02/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (5.1); call with N. Hamerman re: presentation to professional group (.6); prepare for presentation to professional group re: potential claims against AFI (1.9).	7.60	4,826.00
11/02/12	SIEGEL, CRAIG L	Prepare for (.1) and participate in (4.5) meeting w/ K. Eckstein, D. Mannal, N. Simon, Alix, et al. to review and analyze potential claims against AFI); t/c with C. Siegel re: AFI claims (.4).	5.00	3,725.00
11/02/12	MANNAL, DOUGLAS	Attend portion of meeting with K. Eckstein, C. Siegel, N. Simon, N. Hamerman, Moelis and Alix re: Investigation presentation to professional group.	2.10	1,659.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/12	ECKSTEIN, KENNETH H.	Meet with N. Hamerman, C. Siegel, D. Mannal. N. Simon, Alix and Moelis re: investigation presentation (4.5).	4.50	4,455.00
11/03/12	FORD, SAMANTHA	Research (3.0) and update key characters information chart (3.1); update search terms re: same (4.6); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze potential claims against AFI (1.5).	12.20	7,747.00
11/04/12	ROCHON, JENNIFER	Analyze legal research re: prepetition transactions.	1.70	1,343.00
11/05/12	DENK, KURT M	T/c with N. Hamerman, S. Ettari J. Rochon and N. Simon re: preparation of materials for upcoming investigation presentation to client (1.8); prepare f materials for same (1.3); second-level review and analysis of documents identified by document reviewers (3.4); call with N. Simon re: Ally bank (.7).	7.20	3,492.00
11/05/12	SIMON, NORMAN	Revise Committee presentation re: investigation issues (2.5); emails with J. Rochon re: same (.2); call with K. Denk re: Ally Bank (.7); Meeting with J. Rochon, C. Siegel, K. Denk and S. Ettari re: investigation presentation(1.8); Meeting with J. Rochon re: UCC presentation (1.6); Meeting with S. Ettari and C. Siegel re: same (.9); calls/ emails with Alix Partners, S. Ettari, J. Rochon re: UCC presentation (.3).	8.00	6,320.00
11/05/12	ETTARI, SAMANTHA	Prepare for call with Cleary re pre-petition asset transfers (.8); participate in portion of call with C. Siegel, N. Simon, K. Denk and J. Rochon following call re same (.8); Review AlixPartners analysis of pre-petition transfers and asset sales (1.1); revise search term list re same (2.2); meet with N. Simon and C. Siegel re: same (.9).	5.80	4,060.00
11/05/12	JARIWALA, AAKASH	Review produced documents related to the MSR swap transaction.	2.80	1,512.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/12	ROCHON, JENNIFER	Emails w/N. Simon regarding investigation issues (.1); meeting with N. Simon, K. Denk, S. Ettari and C. Siegel regarding UCC presentation (1.8); emails w/N. Simon regarding same (.1); follow-up meeting with N. Simon re: same (1.6); call with Alix Partners, N. Simon and S. Ettari regarding UCC presentation (.3); analyze review of potential claims against AFI (1.0).	4.90	3,871.00
11/05/12	MOSES, MATTHEW B	Review materials re: potential claims against AFI (4.4); Discuss same with C. Siegel (.4)	4.80	3,288.00
11/05/12	CIFONE, DAWN	Review produced documents on document database and mark same for further review (1.2); organize specific meeting minutes/transaction documents for upcoming presentation (0.8); organize documents on electronic files to be used in upcoming presentation (1.8); organize Ally Bank documents re: same (1.5); organize MSR swap documents re: same (1.5); organize additional produced documents re: same (0.7)	7.50	2,212.50
11/05/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	5.50	2,997.50
11/05/12	SIEGEL, CRAIG L	Participate in meeting with N. Simon, K. Denk, S. Ettari and J. Rochon re presentation to UCC (1.8); met w/ S. Ettari & N. Simon re: same (.9); analyze precedent re: estate claims (.7); emails w/ J. Rochon & R. Ringer re: preference issue (.1); TC w/ M. Moses to coordinate research re: estate claims (.4)	3.90	2,905.50
11/05/12	REID, DENISE L	Organize binder of documents re: legal research on claims against AFI (3.5); draft index re: same (1.0).	4.50	1,327.50
11/05/12	FORD, SAMANTHA	Draft update on document productions for report to Committee (1.8); prepare presentation materials for investigation presentation to Committee (3.5); conduct fact research on legal claims against AFI for presentation to Committee (2.4); draft inserts on factual issues for same (2.3).	10.10	6,413.50
11/05/12	HAMERMAN, NATAN	Prepare documents to be utilized in Committee presentation	4.80	3,576.00

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11/05/12	RINGER, RACHAEL L	E-mails with J. Rochon and C. Siegel re: Committee discovery issues/investigation (.2)	0.20	109.00
11/06/12	ROSEN, SARAH N	Review GMAC Bank Transfer memo (.6); review produced documents re: bank transfer (5).	5.60	3,052.00
11/06/12	SIMON, NORMAN	Meetings with J. Rochon and K. Denk re: UCC presentation (4.8); emails with N. Hamerman re: same (.3); Calls/correspondence with S. Ettari re: same (.3); further revise UCC presentation (.5).	5.90	4,661.00
11/06/12	ETTARI, SAMANTHA	Call with J. Rochon & N. Simon re talking points on bank transfer and other asset sales (1.4); revise talking points re potential claims against AFI (4.1); revise talking points re other asset sales (.6); Review timeline and confer with AlixPartners re same (.6); calls with N. Simon re: Committee presentation (.3).	7.00	4,900.00
11/06/12	JARIWALA, AAKASH	Review documents related to the bank ownership transfer transaction.	5.00	2,700.00
11/06/12	ROCHON, JENNIFER	Call with S. Ettari re: bank transfer (1.7); meeting with N. Simon and K. Denk regarding UCC presentation (4.8).	6.50	5,135.00
11/06/12	MOSES, MATTHEW B	Review case law re: bank transfer issues (2.5); Draft memo summarizing research on same (5.0).	7.50	5,137.50
11/06/12	DENK, KURT M	Attend part of meeting with J. Rochon & N. Simon re: preparation of materials for upcoming presentation to committee (2.3); prepare materials for same (.8); second-level review (2.4) and analysis (1.1) of produced documents identified by document reviewers.	6.60	3,201.00
11/06/12	CIFONE, DAWN	Organize materials re: AFI liability (3.0); prepare binder re: same (1.2); prepare index of same (2.0).	6.20	1,829.00
11/06/12	DUFFIELD, CARL D	Review produced documents re: bank transfer.	7.10	4,508.50
11/06/12	DIFRANCESCO, KRISTIN	Research legal issue re: bank transfer to include in talking points (3.8) draft email of results of research to S. Ford (.2)	4.00	2,180.00
11/06/12	DIFRANCESCO, KRISTIN	Analyze produced documents re: prepetition transactions.	4.50	2,452.50

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11/06/12	FORD, SAMANTHA	Create new set of search terms for review project related to legal presentation on claims against AFI (2.1), draft email to KL document review team re: same (0.8), research re: legal issues with claims against AFI for Committee presentation (5.6), call with AlixPartners regarding legal presentation to Committee (1.3), correspondence with RMBS litigation team (A. Katz, A. Levine) re: document production questions (.6)	10.40	6,604.00
11/06/12	HAMERMAN, NATAN	Draft presentation re: AFI (3.0); draft timeline of legal claims (1.3);	4.30	3,203.50
11/07/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (5.3); call with L. Milano re: litigation against AFI (.5).	5.80	3,161.00
11/07/12	SIMON, NORMAN	Meeting with J. Rochon re: legal claims (.8); Call with L. Parsons, N. Hamerman, K. Denk re: same (1)	1.80	1,422.00
11/07/12	JARIWALA, AAKASH	Review produced documents related to MSR swap.	0.70	378.00
11/07/12	ETTARI, SAMANTHA	Confer with N. Hamerman re Committee investigation presentation (.4); Confer with J. Rochon re talking points for presentations (.3); Review specific produced documents and emails to be used in UCC presentation (.6).	1.30	910.00
11/07/12	JARIWALA, AAKASH	Phone call with S. Ford discussing MSR swap documents and search terms.	0.10	54.00
11/07/12	ROCHON, JENNIFER	Revise UCC investigation presentation (.5); meeting with N. Simon regarding legal claims (.8); t/c with S. Ettari re: presentation to UCC(.3); t/c with Alix Partners regarding presentation (.3)	1.90	1,501.00
11/07/12	DENK, KURT M	Correspondence with N. Simon re: preparation of materials for upcoming presentation to client (1.0); call with N. Simon, N. Hamerman, and Moelis re: Committee presentation (1.0); research (5.5) and draft (3.3) memo regarding issues surrounding claims against AFI.	10.80	5,238.00
11/07/12	MOSES, MATTHEW B	Discuss bank transfer with S. Ford (.8). Review additional case law re: legal issues with claims (2.0). Draft supplemental memorandum regarding same (2.2).	5.00	3,425.00

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11/07/12	CIFONE, DAWN	Review binders for Committee legal presentation re: investigation (3.0); modify same (1.5).	4.50	1,327.50
11/07/12	DUFFIELD, CARL D	Review produced documents re: bank transfer.	7.20	4,572.00
11/07/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.0)	8.00	4,360.00
11/07/12	REID, DENISE L	Organize binders re: fraudulent conveyance research materials.	4.70	1,386.50
11/07/12	HAMERMAN, NATAN	Dry run of Committee investigation presentation (2.0); confer with S. Ettari re: same (.4); confer with N. Simon and K. Denk re preparation for upcoming Committee presentation (1.0); final review of presentations and talking points (1.9).	5.30	3,948.50
11/07/12	FORD, SAMANTHA	Prepare for meeting with Committee re: investigation status (5.7); review produced materials re: 2004 request (2.3); discussions with K. Denk re: bank transfers (.8); discussions with A. Jariwala re: document production (.1).	8.90	5,651.50
11/07/12	MANNAL, DOUGLAS	Participate at meeting with examiner re: Committee investigation.	0.60	474.00
11/08/12	ROSEN, SARAH N	Review produced documents for relevance prepetition transactions analysis.	3.00	1,635.00
11/08/12	DENK, KURT M	Second-level review and analysis of produced documents identified by document reviewers (.7); emails with N. Hamerman & S. Ettari re: preparation of materials for upcoming presentation to client (.5); research (1.2) and draft (2.3) memo regarding legal issues with claims against AFI; prepare for (1) and attend presentation to Committee re: investigation (3) and attend follow-up meeting with J. Rochon & N. Simon (.3); organize files, documents, and notes following presentation (.5).	9.50	4,607.50
11/08/12	SIMON, NORMAN	Call with J. Rochon re: UCC presentation (.2); emails with K. Eckstein re: same (.1); follow-up meeting with J. Rochon and K. Denk re: same (.3)	0.60	474.00

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11/08/12	ETTARI, SAMANTHA	Final edits and revisions to talking points for UCC presentation re: legal claims against AFI (2.5); Review presentation and talking points script in preparation for presentation (1.1); Confer with E. Tabak to discuss investigation (1.4); Confer with J. Rochon re follow-up assignments post presentation (.5); Email J. Rochon with case update (.1).	5.60	3,920.00
11/08/12	TABAK, EMILY S	Meeting with S. Ettari to discuss investigation issues	1.40	679.00
11/08/12	JARIWALA, AAKASH	Review produced documents related to MSR swap transactions.	7.40	3,996.00
11/08/12	ROCHON, JENNIFER	Preparation for presentation to UCC re: legal claims against AFI (.3); t/c with N. Simon re: same (.2); prepare for presentation to Committee (1.3); meeting w/ N. Hamerman regarding UCC presentation follow up (.6); meeting with N. Simon regarding UCC presentation follow up (.3); confer with S. Ettari re: follow-up assignment post presentation (.5).	3.20	2,528.00
11/08/12	CIFONE, DAWN	Organize documents in preparation for committee presentation re: AFI investigation (0.7); update index re: same (1.0)	1.70	501.50
11/08/12	SCARBROUGH, KIMESHA	Review and gather documents for Examiner presentation.	3.50	1,032.50
11/08/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions	6.00	3,270.00
11/08/12	SIEGEL, CRAIG L	Review produced documents concerning AFI control	1.60	1,192.00
11/08/12	REID, DENISE L	Update binder re: fraudulent conveyance research.	1.00	295.00
11/08/12	OLINZOCK, MATTHEW W	Review produced documents pertaining to MSR Swap transactions.	3.30	1,782.00
11/08/12	HAMERMAN, NATAN	Prepare for committee presentation re: AFI legal claims (2.9); confer with Moelis re pipeline talking points (.3); emails with D. Mannal re research/follow up issue (.2); t/c with J. Rochon re: UCC presentation (.6)	4.00	2,980.00

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11/08/12	FORD, SAMANTHA	Review produced documents cited in legal presentation in preparation for Committee meeting (6.1); review discovery documents re: same (3.0).	9.10	5,778.50
11/09/12	TABAK, EMILY S	Meeting with N. Simon re: investigation issues.	0.40	194.00
11/09/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions and claims against AFI	2.10	1,144.50
11/09/12	DENK, KURT M	Second-level review and analysis of documents identified by document reviewers (1.4); emails with N. Hamerman & S. Ford re: document review (.3); review cases for development of legal analysis for investigation (1.6).	3.30	1,600.50
11/09/12	ETTARI, SAMANTHA	Consolidate UCC presentation investigation talking points (.6).	0.60	420.00
11/09/12	SPARLING, STEVEN	Emails re: investigation legal research issue w/K. Denk (.1).	0.10	79.00
11/09/12	SIMON, NORMAN	Review Allstate/AIG Examiner submission (.5); meeting with E. Tabak re: investigation issues (.4).	0.90	711.00
11/09/12	JARIWALA, AAKASH	Review produced documents related to MSR swap transaction.	2.70	1,458.00
11/09/12	CIFONE, DAWN	Perform targeted searches on Relativity re: investigation documents.	2.50	737.50
11/09/12	HAMERMAN, NATAN	Draft pleading re: AFI claims (.3). call with S. Ford re doc review (.5)	0.80	596.00
11/09/12	FORD, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions and potential claims against AFI (7.6); call with N. Hamerman re: review (.5).	8.10	5,143.50
11/10/12	TABAK, EMILY S	Analyze discovery issues with 2004 production.	1.00	485.00
11/11/12	TABAK, EMILY S	Analyze relevant documents re: discovery issues with investigation production.	2.20	1,067.00
11/12/12	TABAK, EMILY S	Analyze produced documents re: discovery issues (2.2); prepare outline of same (5.0)	7.20	3,492.00

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11/12/12	DENK, KURT M	Analysis of (3.7) and drafting of notes summarizing (1.5) documents identified by document reviewers relevant to mortgage transactions; phone communications with N. Hamerman, S. Ford, & C. Duffield re: same (1.8); emails with R. Rudder (.2), N. Simon (.1), and t/c with S. Sparling (.2); re: targeted document search of investigation documents; communications with C. Siegel re: deposition outline (.5); meet with C. Siegel re: same (.6); meet with C. Duffield re: MSR Swap review (.6)	9.20	4,462.00
11/12/12	SIMON, NORMAN	Calls/correspondence with R. Feinberg and S. Ford review re: discovery history (.5); follow-up emails with J. Rochon re: Investigation (.3); meet with C. Siegel re: investigation issues (.6); emails with K. Eckstein, J. Rochon, D. Mannal re: Marano deposition (.3); Meeting with S. Ettari re: draft of pleading (.2); emails with N. Hamerman re: Marano deposition(.4); emails with D. Rudder re: MSR/MPA issues (.2); call with S. Ford re: document requests (.5).	3.00	2,370.00
11/12/12	ETTARI, SAMANTHA	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions and potential claims against AFI (.9); calls with N. Simon re drafting pleading (.2); Confer with S. Ford re document review (.3); Telephone call with M. Arango re: same (.3).	1.70	1,190.00
11/12/12	JARIWALA, AAKASH	Review produced documents related to the MSR swap transaction.	1.60	864.00
11/12/12	SPARLING, STEVEN	Review research memorandum from K. Denk re: legal issues with claims against AFI (.4); t/c w/K. Denk re: same (.2).	0.60	474.00
11/12/12	ROCHON, JENNIFER	Meet with M. Moses re: investigation issues	0.30	237.00
11/12/12	MOSES, MATTHEW B	Discuss investigation issues with J. Rochon (.3). Review provisions in relevant prepetition agreements (2.0). Research case law on asserting claims against parents (2.1).	4.40	3,014.00

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11/12/12	DUFFIELD, CARL D	Review produced documents re: MSR Swap (2.9); meet with N. Hamerman, K. Denk and S. Ford re: mortgage transaction documents (1.8); telephone call w/K. Denk re MSR swap review (0.6)	5.30	3,365.50
11/12/12	DIFRANCESCO, KRISTIN	Analyze talking points of presentation to Committee re: investigation in preparation for review of new documents (2.5)	2.50	1,362.50
11/12/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions (4.0)	4.00	2,180.00
11/12/12	SIEGEL, CRAIG L	Correspondence w/ M. Moses to coordinate research re exculpatory provision (.3); correspondence with K. Denk re: deposition outline (.5); meet with K. Denk re: same (.6); meet with N. Simon re: investigation issues (.6)	2.00	1,490.00
11/12/12	REID, DENISE L	Update fraudulent conveyance binder.	1.50	442.50
11/12/12	FORD, SAMANTHA	Meeting with N. Hamerman, C. Duffield and K. Denk re: mortgage transactions documents (1.8); review produced documents re: same (4.8); review discovery issues (3.1); call with S. Ettari re: document review (.3); call with N. Simon and R. Feinberg re: document requests (.5)	10.50	6,667.50
11/12/12	HAMERMAN, NATAN	Revise Marano deposition outline (.9); meet with S. Ford, C. Duffield and K. Denk re: mortgage transaction documents (1.8); confer with N. Simon re Marano deposition (.4); revise draft complaint (.6).	3.70	2,756.50
11/13/12	TABAK, EMILY S	Analyze background case materials re: prepetition transactions (3.5), draft outline of investigation issues (2.0); discussion with K. Denk re same (.2); meet with N. Hamerman, S. Ford and K. Denk re: document review (2.0)	7.70	3,734.50
11/13/12	ROSEN, SARAH N	Review examiner presentation memo and documents.	2.00	1,090.00
11/13/12	SPARLING, STEVEN	Emails w/J. Rochon re: status of investigation projects.	0.10	79.00

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11/13/12	SIMON, NORMAN	Emails with J. Rochon re: investigation issues (.2); Call with A. Wash re: same (.4); Review Marano transcript (1.6); Review AIG/Allstate Examiner submission (1.0); Meeting with K. Denk re: legal research re: investigation issues (.3); Analyze factual and legal issues re: investigation (1); emails with C. Siegel, J. Rochon re: Whitlinger deposition (.2).	4.70	3,713.00
11/13/12	HAMERMAN, NATAN	Attend portion of meeting with E. Tabak, S. Ford and K. Denk re: document review.	0.60	447.00
11/13/12	DENK, KURT M	Review (3.3) and draft (1.3) summary of critical documents identified by document reviewers re: pre-petition transactions; meet with N. Hamerman, S. Ford, & E. Tabak re: document review (2.0); meet with AlixPartners re: status of mortgage transactions analysis (.5); meet with N. Simon re: legal research re: investigation issues (.3).	7.40	3,589.00
11/13/12	MOSES, MATTHEW B	Review relevant prepetition agreements (3.2); research case law on effect of agreements (1.2); draft memo summarizing findings re: same (2.0)	6.40	4,384.00
11/13/12	DUFFIELD, CARL D	Review produced documents re: MSR Swaps.	3.70	2,349.50
11/13/12	FORD, SAMANTHA	Meet with K. Denk, N. Hamerman and E. Tabak re: document review (2.0); review produced documents re: MSR swaps (3.5); research re: claims against AFI (2.4).	7.90	5,016.50
11/14/12	TABAK, EMILY S	Create outline of investigation issues (2.5); research re: same (3.1).	5.60	2,716.00
11/14/12	SIMON, NORMAN	Analyze summary materials and memoranda re: pre-petition transactions (3.5), draft outline of investigation issues (2.0); discussion with K. Denk re same (.2); meet with N. Hamerman, S. Ford and K. Denk re: document review (2.0)	1.70	1,343.00
11/14/12	DENK, KURT M	Analyze critical documents identified by document reviewers re: pre-petition transactions (5.9); draft email summary of same (1.5); review litigation team email communications re: same (.4); calls with S. Ford and AlixPartners re: document review (.8); correspondence with N. Simon and N. Hamerman re: Moelis status (.2).	8.80	4,268.00
11/14/12	MOSES, MATTHEW B	Review case law on provisions in prepetition agreements.	3.30	2,260.50

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11/14/12	JARIWALA, AAKASH	Review produced documents related to the MSR swap transaction.	3.90	2,106.00
11/14/12	CIFONE, DAWN	Update index of case room materials (0.8); Prepare copies of binders re: document production (2.5).	3.30	973.50
11/14/12	DUFFIELD, CARL D	Review investigation presentation to Committee of Unsecured Creditors (2.5); review produced documents re: MSR Swaps (6.4).	8.90	5,651.50
11/14/12	ROCHON, JENNIFER	Call with N. Simon re: examiner discovery issues.	0.40	316.00
11/14/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (4.0)	4.00	2,180.00
11/14/12	HAMERMAN, NATAN	Set up call with Moelis re: investigation issues (.2); revise draft pleading re: claims against AFI (1.0); emails with S. Ford re: document review (.5); correspondence with N. Simon and K. Denk re: Moelis status (.2).	1.90	1,415.50
11/14/12	FORD, SAMANTHA	Review produced documents re: MSR swaps (3.3); emails with N. Hamerman re: document review (.5); update review protocol (2.5); call with K. Denk and AlixPartners re: document review (.8).	7.10	4,508.50
11/15/12	TABAK, EMILY S	Prepare for (.3) and attend (2.0) meeting with S. Ford, S. Ettari, N. Simon, C. Duffield, J. Cahn, A. Jariwala, S. Rosen, K. Denk, A. Gil and K. DiFrancesco re discovery review.	2.30	1,115.50
11/15/12	FORD, SAMANTHA	Prepare for (.4) and attend meeting with E. Tabak, S. Ettari, N. Simon, C. Duffield, A. Jariwala, J. Cahn, S. Rosen, K. Denk, A. Gil and K. DiFrancesco re: discovery review (2.0); review produced documents re: MSR swaps (3.1); review of document protocol (4.7); confer with S. Ettari re: search terms (.8).	11.00	6,985.00
11/15/12	ETTARI, SAMANTHA	Prepare for (.1) and present to review team at meeting with E. Tabak, S. Ford, C. Duffield, J. Cahn, N. Simon, A. Jariwala, S. Rosen, K. Denk, A. Gil and K. DiFrancesco re: discovery review (2.0); Confer with S. Ford re search terms and email with review team (.8); revise outline of discovery issues for N. Hamerman (1.0).	3.90	2,730.00

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11/15/12	SIMON, NORMAN	Prepare for (.6) and meet with E. Tabak, S. Ford, J. Cahn, S. Ettari, A. Jariwala, C. Duffield, S. Rosen, A. Gil and K. DiFrancesco re: document review issues (2.0); Meeting with J. Rochon re: investigation issues (.2); Review Cleary letter to AFI (.7); Prepare for call with Moelis (.3); emails with N. Hamerman, K. Denk re: call with Moelis (.4); revise draft letter to AFI Board re investigation issues (2.6); emails with K. Eckstein, D. Mannal, P. Kaufman, R. Wynne re: confidentiality issues (.3); meeting with D. Mannal re: AFI letter (.8)	7.90	6,241.00
11/15/12	JARIWALA, AAKASH	Meet with E. Tabak, S. Ford, C. Duffield, J. Cahn, S. Ettari, N. Simon, S. Rosen, K. Denk, A. Gil and K. DiFrancesco re: document review.	2.00	1,080.00
11/15/12	JARIWALA, AAKASH	Search and review produced documents related to factual issues with investigation.	1.10	594.00
11/15/12	JARIWALA, AAKASH	Phone call with K. Denk to discuss investigation research.	0.20	108.00
11/15/12	ROSEN, SARAH N	Attend portion of meeting re: discovery issues with E. Tabak, S. Ford, C. Duffield, J. Cahn, S. Ettari, N. Simon, A. Jariwala, K. Denk, A. Gil and K. DiFrancesco re: document review protocol (1.6); emails with K. Denk re: MSR swap questions (.1); review memo re: MSR swap and servicing claims (1); review documents for prepetition transactions and MSR swap issues (1.0); meet with K. Denk re: same (.5)	4.20	2,289.00
11/15/12	DENK, KURT M	Email correspondence with N. Hamerman, S. Ford, S. Ettari, A. Jariwala concerning document review (.4); second-level document review re: pre-petition transactions (4.0); prepare for (1.3) and present at document review team meeting with E. Tabak, S. Ford, C. Duffield, S. Ettari, N. Simon, A. Jariwala, S. Rosen, J. Cahn and K. DiFrancesco (2.0); meet with S. Rosen re: MSR swap issues (.5); draft notes re: team meeting for document review (1.5); review documents related to MSR swaps (2.0); call with A. Jariwala re: produced documents (.2).	11.90	5,771.50
11/15/12	GOOT, RACHEL L	Emails with S. Ford re: discovery production.	0.40	118.00

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11/15/12	GIL, ALEXANDRA	Meeting with S. Ettari, S. Ford, K. Denk, A. Jariwala, K. DiFrancesco, E. Tabak, N. Simon, J. Cahn and S. Rosen to discuss status of document review and to provide further guidance.	2.00	1,260.00
11/15/12	GIL, ALEXANDRA	Review produced documents in connection with MPA/MSR Swap	0.40	252.00
11/15/12	ROCHON, JENNIFER	Meeting with N. Simon regarding investigation.	0.20	158.00
11/15/12	DIFRANCESCO, KRISTIN	Attend meeting With E. Tabak, J. Cahn, S. Ford, S. Ettari, C., Duffield, N. Simon, A. Jariwala, S. Rosen, K. Denk and A. Gil re: discovery issues	2.00	1,090.00
11/15/12	CIFONE, DAWN	Update index of materials in case room.	0.80	236.00
11/15/12	MOSES, MATTHEW B	Review produced documents re: potential claims against AFI.	0.50	342.50
11/15/12	CAHN, JOSHUA B	Participate at meeting with E. Tabak, S. Ford, C. Duffield, S. Ettari, N. Simon, A. Jariwala, S. Rosen, K. Denk, A. Gil, and K. DiFrancesco re: investigation and document review.	2.00	880.00
11/15/12	HAMERMAN, NATAN	Emails with J. Rochon re doc review (.4); participate in status call with Moelis re: same (1.0); draft outline re: document review issues (1.3); review sample complaints (3.2); email K. Eckstein re letter to AFI board re: investigation (.2).	6.10	4,544.50
11/15/12	DUFFIELD, CARL D	Attend meeting with E. Tabak, S. Ford, J. Cahn, S. Ettari, N. Simon, A. Jariwala, S. Rosen, K. Denk, A. Gil and K. DiFrancesco re: document review issues (2.0); review produced documents re: MSR swaps (7.2).	9.20	5,842.00
11/15/12	MANNAL, DOUGLAS	Conference with N. Simon re AFI letter	0.80	632.00
11/15/12	ECKSTEIN, KENNETH H.	Correspondence with N. Simon re investigation issues, etc. (.4).	0.40	396.00
11/16/12	DENK, KURT M	Review produced documents re: mortgage transactions (3.1) emails with S. Ford re: same (.5); prepare for (1.5) and attend legal strategies update meeting with J. Rochon, S. Ettari, C. Siegel, M. Moses, N. Simon and N. Hamerman (2.0); correspondence with financial advisors re: targeted document review analysis (1.5).	8.60	4,171.00

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11/16/12	TABAK, EMILY S	Review produced documents re: MSR swaps (4.2); t/c with S. Ford re: same (.2)	4.40	2,134.00
11/16/12	ETTARI, SAMANTHA	Prepare for (.1) and meet with N. Simon, J. Rochon, N. Hamerman, C. Siegel, S. Ford, K. Denk, and M. Moses to discuss legal strategies (2.0); Confer with S. Ford re chart of prepetition transactions and various facts for legal issues review (.2); follow-up discussion with S. Ford re same (1.3); Review outline prepared by N. Hamerman re: discovery (.2).	3.80	2,660.00
11/16/12	SIMON, NORMAN	Emails with J. Rochon, R. Wynne, K. Eckstein, P. Kaufman, A. Katz re: confidentiality issues (.3); Review outline of pleading claims against AFI (.3); meet with J. Rochon, N. Hamerman, C. Siegel, S. Ford, K. Denk and M. Moses re: legal strategies (2.0); emails with J. Rochon re: same (.3); revise draft letter to AFI Board re investigation (.5); Analyze legal factual issues for draft pleading re claims against AFI (1.7).	5.10	4,029.00
11/16/12	GIL, ALEXANDRA	Review produced documents in connection with MPA/MSR Swap	1.20	756.00
11/16/12	ROSEN, SARAH N	Review MSR review protocol (.4); review documents for MSR and prepetition transactions (3.5).	3.90	2,125.50
11/16/12	ROCHON, JENNIFER	Attend portion of meeting with N. Simon, N. Hamerman, C. Siegel, S. Ford, K. Denk and M. Moses re: legal strategies.	1.00	790.00
11/16/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.0); Draft emails to S. Ford, and K. Denk re: same (.5)	8.50	4,632.50
11/16/12	SIEGEL, CRAIG L	Analyze HoldCo documents (.2); analyze subservicing documents for draft pleading re claims against AFI (2.8); t/c w/ M. Moses to coordinate legal research for same (.6); research letter to AFI re causes of action (.9); prepare (.1) for and participate in meeting with J. Rochon, N. Simon, N. Hamerman, S. Ford, K. Denk and M. Moses re: legal strategies (2.0)	6.60	4,917.00

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11/16/12	MOSES, MATTHEW B	Meet with J. Rochon, N. Simon, N. Hamerman, C. Siegel, S. Ford and K. Denk re: legal strategies re: discovery (2.0); discuss research projects re: investigation with C. Siegel (.6). Research re same (1.8)	4.40	3,014.00
11/16/12	JARIWALA, AAKASH	Review documents related to pre-petition and MSR transactions.	0.30	162.00
11/16/12	FORD, SAMANTHA	Analyze issues re potential claims against AFI (1.8); review discovery documents re: pre-petition transactions (5.6); t/c with E. Tabak re: document review (.2); confer with S. Ettari re: pre-petition transaction chart (.2); t/c with S. Ettari re: same (1.3); meet with M. Moses, J. Rochon, N. Simon, N. Hamerman, C. Siegel and K. Denk re: discovery issues (2.0).	11.10	7,048.50
11/16/12	HAMERMAN, NATAN	Meeting re discovery issues with J. Rochon, M. Moses, S. Ford, N. Simon, C. Siegel and K. Denk (2.0); further revise draft adversary complaint (1.8); follow up emails with J. Rochon re: same(.4); revise letter to AFI re claims/causes of action (.6).	4.80	3,576.00
11/16/12	DUFFIELD, CARL D	Review produced documents re: MSR swap transactions.	7.10	4,508.50
11/17/12	ROCHON, JENNIFER	Analyze legal issues in submissions to Examiner.	1.20	948.00
11/17/12	DENK, KURT M	Review team correspondence and files re: investigation issues.	1.50	727.50
11/18/12	ETTARI, SAMANTHA	Draft letter inserts re pre-petition assets transfers as requested by N. Simon (.6); revise same (.5).	1.10	770.00
11/18/12	SIMON, NORMAN	Draft letter to AFI Board re: potential claims (1); emails with K. Eckstein, D. Mannal, S. Ettari, J. Rochon re: same (.3); emails with J. Rochon re: Examiner Submissions (.2).	1.50	1,185.00
11/18/12	ROCHON, JENNIFER	Analyze legal issues in submissions to Examiner (.6); email to N. Simon re: same (.2).	0.80	632.00
11/18/12	ZIDE, STEPHEN	Review AFI board letter re: potential claims (.4); email D. Mannal re same (.1).	0.50	360.00
11/18/12	MANNAL, DOUGLAS	Revise AFI board letter re: potential claims.	1.70	1,343.00
11/19/12	CIFONE, DAWN	Prepare excel spreadsheet index of documents for updating MPA-MSR Facts (3.0)	3.00	885.00

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11/19/12	TABAK, EMILY S	Analyze produced documents re 2004 subpoena.	4.90	2,376.50
11/19/12	ETTARI, SAMANTHA	Revise document review protocol (.3) and email questions re same to S. Ford (.3); Review email from N. Simon re prepetition transactions (.1)	0.70	490.00
11/19/12	ROSEN, SARAH N	Review documents for prepetition transactions and MSR swap issues (4.6); emails with K. Denk re: MSR swap hot documents (.1)	4.70	2,561.50
11/19/12	SIMON, NORMAN	Analyze legal/factual investigation issues (2.6); revise letter to AFI Board re: potential claims (.4); Meeting with J. Rochon re: same (.4); revise letter re: same (1.0); emails with J. Rochon, K. Denk re: same (.2); emails with S. Ford re: same (.2); Calls/correspondence with B. Herzog and J. Rochon re: TSA (.4); Call with C. Siegel re: investigation research (.1); further edit AFI Board letter (.3).	5.60	4,424.00
11/19/12	ROCHON, JENNIFER	Revise letter to AFI re: potential claims (.2); meeting with N. Simon regarding same (.4); t/c w/ M. Lightner, regarding Ally Bank transaction (.5); t/c w/ B. Herzog and N. Simon regarding tax sharing agreement (.4); correspondence w/ N. Simon regarding legal research (.2); emails w/N. Simon and S. Ford regarding analysis of data for drafting complaint (.2).	1.90	1,501.00
11/19/12	DENK, KURT M	Conduct second-level document review re: pre-petition transactions (5.8). meeting re: same with C. Siegel and K. DiFrancesco (1.1), emails re: same with D. Cifone (.5), calls with Moelis and AlixPartners re: same (.1). Review examiner submissions by parties in interest (1.0).	8.50	4,122.50
11/19/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions. (6.4); meet with C. Siegel and K. Denk re: same (1.1).	7.50	4,087.50
11/19/12	HERZOG, BARRY	Discussions with N. Simon and J Rochon re: Tax Sharing Agreement (0.4); review same (0.3).	0.70	605.50

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11/19/12	SIEGEL, CRAIG L	Analyze legal memo re trustee claims against AFI (3.7); research same (2.0); meet with K. DiFrancesco and K. Denk re: pre-petition transactions document review (1.1); analyze produced documents concerning AFI control (.2); draft portions of pleading re subservicing (.8); TC w/ N. Simon re investigation strategy (.1)	7.90	5,885.50
11/19/12	GIL, ALEXANDRA	Review documents in connection with MPA/MSR Swap	1.60	1,008.00
11/19/12	MOSES, MATTHEW B	Research case law re: potential claims against AFI.	4.80	3,288.00
11/19/12	FORD, SAMANTHA	Review update on new document productions (1.1), email to Examiner counsel (Chadbourne) about highly confidential documents (.6), review issues and questions re: document review (1.4), identify key documents for inclusion in investigation presentation (2.5), draft insert to presentation on legal issues for claims against AFI (3.2)	8.30	5,270.50
11/19/12	REID, DENISE L	Pull MSR swap documents requested by C. Siegel.	0.30	88.50
11/19/12	HAMERMAN, NATAN	Emails re investigation documents with M. Moses(.8); draft revised outline (.4); revise pleading re claims against AFI (1.4).	2.60	1,937.00
11/19/12	MANNAL, DOUGLAS	Attend chambers conference with Examiner, Debtors and UCC representatives (1.1); revise AFI letter re: potential claims (.3); email with R. Ringer re same (.1)	1.50	1,185.00
11/20/12	TABAK, EMILY S	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions and potential claims against AFI.	7.10	3,443.50
11/20/12	ROSEN, SARAH N	Research list of independent directors (3.7); review produced documents for pre-petition transactions and MSR issues (6.4).	10.10	5,504.50
11/20/12	ETTARI, SAMANTHA	Review analysis prepared by AlixPartners re pre-petition transactions and MSR issues (.6).	0.60	420.00

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11/20/12	SIMON, NORMAN	Calls with J. Rochon, and S. Ford re: discovery issues (.3); Correspondence with K. Denk re: case law (.5); Review same (.5); emails with K. Denk, N. Hamerman, K. Eckstein re: same (.3); emails with J. Rochon re: same (.1); emails with S. Ettari, J. Rochon re: Alix Partners Ally Bank Analysis (.3); emails with K. Denk, C. Siegel, J. Rochon re: DOJ documents (.2); emails with C. Siegel, Rachel Ringer re: AFI letter (.1).	2.30	1,817.00
11/20/12	ROCHON, JENNIFER	Analyze legal and factual arguments regarding Ally Bank transaction (.5); call with N. Simon and S. Ford re: discovery issues (.3)	0.80	632.00
11/20/12	CIFONE, DAWN	Update excel spreadsheet of MPA-MSR documents (0.8); Prepare binder of same (3.0); draft index re: same (0.7)	4.50	1,327.50
11/20/12	DENK, KURT M	Conduct second-level document review of tagged produced documents re relevance to Committee's investigation (3.3). Correspondence/calls with N. Simon re: discovery case law (.5); emails with financial advisors re: document review (.5). research re: claims against AFI (2.8) draft memo re: same (4.8).	11.90	5,771.50
11/20/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	8.00	4,360.00
11/20/12	SIEGEL, CRAIG L	Meet w/ S. Ford to discuss factual research for pleading re estate claims (.8); research (2.0) and draft sections of same re subservicing (2.7); TC w M. Moses re legal research (.1)	5.60	4,172.00
11/20/12	MOSES, MATTHEW B	Discuss investigation case law with C. Siegel (.1); review recent case law re same (2.4).	2.50	1,712.50
11/20/12	FORD, SAMANTHA	Draft court submissions related to 2004 motion (5.7); call with N. Simon and J. Rochon re: discovery issues (.3); meet with C. Siegel research for pleading re claims against AFI (.8).	6.80	4,318.00
11/20/12	REID, DENISE L	Code investigation documents in electronic files.	0.50	147.50
11/20/12	MANNAL, DOUGLAS	Attend chambers conference re examiner submission and case status.	0.90	711.00

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11/20/12	HAMERMAN, NATAN	Research re draft pleading re: AFI claims (1.3); revise draft of same (2.5); prep for Moelis call (.3); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze potential claims against AFI (1.0).	5.10	3,799.50
11/21/12	DENK, KURT M	Call with C. Siegel re: investigation status (1.6). Prepare for (.6) and participate in (.2) call with N. Hamerman & N. Simon re: financial advisors' analysis; analyze documents sent by financial advisors (1.2).	3.60	1,746.00
11/21/12	TABAK, EMILY S	Document review of pre-petition transactions for 2004 subpoena	2.20	1,067.00
11/21/12	TABAK, EMILY S	Document review of MSR swaps for 2004 subpoena	1.20	582.00
11/21/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR issues.	7.20	3,924.00
11/21/12	ETTARI, SAMANTHA	Review emails re investigation document review issues.	0.60	420.00
11/21/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.0)	8.00	4,360.00
11/21/12	ROCHON, JENNIFER	Analyze legal research on fraudulent conveyance claims.	0.80	632.00
11/21/12	SIMON, NORMAN	Review K. Denk Memo on swap transaction (.5); call with K. Denk and N. Hamerman re: Moelis MSR work (.2); emails with R. Ringer, D. Mannal, K. Eckstein, K. Denk, J. Rochon re: AFI letter (.4).	1.10	869.00
11/21/12	SIEGEL, CRAIG L	Review discovery for letter to AFI board and reviewed and analyzed draft letter re: same (.4); research (3.1) and draft (1.5) portions of pleading re subservicing issues; call with K. Denk re: investigation status (1.6).	6.60	4,917.00
11/21/12	CIFONE, DAWN	Update electronic copies of exhibits to investigation brief (2.5); run TOA for same (2.0); organize electronic files re: same (2.0).	6.50	1,917.50
11/21/12	MOSES, MATTHEW B	Review examiner submission (1.7); draft rider to investigation brief (1.9).	3.60	2,466.00
11/21/12	REID, DENISE L	Update Whitlinger deposition binder.	0.20	59.00
11/21/12	MANNAL, DOUGLAS	Review AFI board letter re: potential claims (1.2); TCF with R. Ringer re same (.3)	1.50	1,185.00

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11/21/12	MANNAL, DOUGLAS	Email with Debtors' counsel re confidential information contained on MBIA's examiner submission (.3); email with R. Ringer re examiner submissions of UCC members (.3)	0.60	474.00
11/21/12	HAMERMAN, NATAN	Emails re board of directors with N. Simon (.5); revise draft pleading re: claims against AFI (1.8); revise AFI board letter re: potential claims (.4); prepare report re same (.6); call with N. Simon and K. Denk re: Moelis MSR analysis (.2).	3.50	2,607.50
11/21/12	RINGER, RACHAEL L	Revise and finalize letter to AFI board (.3); call with D. Mannal re: same (.2)	0.50	272.50
11/21/12	ECKSTEIN, KENNETH H.	Review AFI Board letter re: potential claims (.6); call w/M. Huebner from Davis Polk re: same (.3)	0.90	891.00
11/22/12	DENK, KURT M	Emails with N. Hamerman, S. Ettari, S. Ford re: case status, document production, and legal analysis (.5).	0.50	242.50
11/22/12	ECKSTEIN, KENNETH H.	Review AFI board letter re: potential claims (.4)	0.40	396.00
11/22/12	HAMERMAN, NATAN	Revise draft pleading re: claims against AFI.	3.50	2,607.50
11/23/12	ROSEN, SARAH N	Review MSR swap memo (.8); review produced documents for pre-petition transactions and MSR swap issues (4.2).	5.00	2,725.00
11/23/12	HAMERMAN, NATAN	Revise draft adversary complaint.	2.50	1,862.50
11/24/12	ROSEN, SARAH N	Review memo re: legal claims (1.8); review documents for pre-petition transactions and MSR swap issues (1.4).	3.20	1,744.00
11/24/12	ROCHON, JENNIFER	Analyze research regarding fraudulent conveyance claims.	1.40	1,106.00
11/24/12	HAMERMAN, NATAN	Draft portions of pleading re: claims against AFI.	3.00	2,235.00
11/25/12	DENK, KURT M	Emails with S. Ettari re: investigation status and legal analysis (.2).	0.20	97.00
11/25/12	ETTARI, SAMANTHA	Email with K. Denk re: investigation status (.2).	0.20	140.00
11/25/12	SIMON, NORMAN	Emails with K. Eckstein, D. Mannal, R. Ringer re: AFI letter re: potential claims (.2); review K. Eckstein comments to same (.2).	0.40	316.00
11/25/12	ECKSTEIN, KENNETH H.	Review AFI Board letter re: potential claims.	0.80	792.00

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11/25/12	HAMERMAN, NATAN	Emails with N. Simon re investigation pleading (.3); review investigation documents re: pre-petition transactions(.7).	1.00	745.00
11/25/12	MANNAL, DOUGLAS	Review letter to AFI board re: investigation of claims (.2); email with K. Eckstein and R. Ringer re same (.2)	0.40	316.00
11/26/12	TABAK, EMILY S	Revise discovery documents for 2004 subpoena.	6.60	3,201.00
11/26/12	ETTARI, SAMANTHA	Draft pleading inserts re: asset transfers.	2.60	1,820.00
11/26/12	SIMON, NORMAN	Correspondence/call with J. Rochon re: AFI board letter (.3); Correspondence with K. Eckstein re: confidentiality (.3); Review key hot documents on MSR Swap (2.9); Review Alix Partners updated analysis of Ally Bank transfer (.4); Review final AFI letter and call with R. Ringer re: same (.3); Analyze case law re: issues with claims (.6); Call with K. Denk re: same (.3); Review Mack deposition transcript (1); emails with R. Ringer re: AFI Letter (.3); emails with K. Denk re: Key documents (.2); Review Moelis correspondence with FTI claims analysis (.3).	6.90	5,451.00
11/26/12	DENK, KURT M	Reviewed relevant docket updates in related cases (.2). Review produced documents re: MSR swaps (3.7). Communications with S. Ford and financial advisors re: same (.8); call with N. Simon re: precedent for investigation (.3); analyze hot documents for investigation analysis (4.1) and draft digest sent to litigation team summarizing facts relevant to legal arguments (1.5)	10.60	5,141.00
11/26/12	VANARIA, HUNTER	Coordinate with N. Allard re mailing letter to AFI board.	0.30	93.00
11/26/12	ROCHON, JENNIFER	Analyze of legal research (.2); t/c w/N.Simon regarding AFI letter and confidentiality issues (.3)	0.50	395.00
11/26/12	SIEGEL, CRAIG L	Draft portions of pleading re: subservicing fact issues (3.5); research re: same (3.8).	7.30	5,438.50
11/26/12	DANIELS, ELAN	Review Intercreditor Agreement (.5); email correspondence to D. Mannal analysis of issues under same (.2); email correspondence with S. Ford regarding preference analysis (.6)	1.30	910.00

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11/26/12	FORD, SAMANTHA	Draft court submissions related to 2004 motion (8.1); call with K. Denk re: MSR swaps (.8); call with N. Hamerman re: AFI Board (.5)	9.40	5,969.00
11/26/12	MOSES, MATTHEW B	Drafted rider to investigation pleading re: additional claims against AFI (2.5). Reviewed case law re: same (2.7).	5.20	3,562.00
11/26/12	DIFRANCESCO, KRISTIN	Review documents produced under Rule 2004 Order to determine relevance to prepetition transactions. (8.0) Drafted emails containing "hot" documents for S. Ford and K. Denk (.5)	8.50	4,632.50
11/26/12	HAMERMAN, NATAN	Draft portions of pleading re: claims against AFI (1.9); emails with S. Ford re: same (.9); calls with S. Ford re board (.5); emails with Moelis re: analysis (.5).	3.80	2,831.00
11/26/12	DUFFIELD, CARL D	Review produced documents to determine relevancy to investigation analysis	5.10	3,238.50
11/26/12	MANNAL, DOUGLAS	Review AFI letter re: prepetition claims against AFI.	0.50	395.00
11/26/12	RINGER, RACHAEL L	Finalize AFI board letter (.5), e-mails with K. Eckstein and D. Mannal re: same (.3), draft e-mail re: same to counsel for the AFI board (.2), call with N. Simon re: same (.3).	1.30	708.50
11/26/12	ECKSTEIN, KENNETH H.	Review AFI Board letter re: potential claims (1.0); calls w/committee members, H. Seife and G. Lee re: same (.3); correspondence with N. Simon re: confidentiality agreement (.3)	1.60	1,584.00
11/26/12	ALLARD, NATHANIEL	Prepare mailing of letter to AFI board re: potential claims (1.0), correspondence re: same w/ R. Ringer, H. Vanaria (.4).	1.40	581.00
11/27/12	CIFONE, DAWN	Prepare binder and copy sets of supporting documents for upcoming brief (2.4); Prepare corresponding index (0.8); Coordinate with Word Processing to perform redline of various MMLPSA documents (0.3); organize documents re: Fannie Mae and Freddie Mac on electronic files (1.5); organize documents from Relativity (0.2)	5.20	1,534.00
11/27/12	TABAK, EMILY S	Document review for 2004 subpoena	5.30	2,570.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/12	SIEGEL, CRAIG L	Draft section of pleading re: subservicing (4.4); TC w/ E. Daniels re subservicing fact issues, research, and causes of action (1.6); emails with S. Ettari re potential claims against AFI (.2); TCs w/ N. Hamerman and K. Denk re Fannie settlement and subservicing issues (.2)	6.40	4,768.00
11/27/12	ETTARI, SAMANTHA	Review emails sent by review team for coding determinations (.2); emails with N. Hamerman, J. Rochon, and N. Simon re pleading drafting (.4).	0.60	420.00
11/27/12	HAMERMAN, NATAN	Draft portions of pleading re: claims against AFI (1.0); meet with K. Denk re: same (1.7);. Call with K. Denk and C. Siegel re: subservicing issues (.2)	2.90	2,160.50
11/27/12	SIMON, NORMAN	Emails with K. Denk re: key documents re: subservicing (.3); Review of key MSR Swap (3.0); discussion with J. Rochon re: AFI board letter (.1); emails with S. Ford, J. Rochon over central issue draft insert (.2); emails with K. Denk re: key documents (.3).	3.90	3,081.00
11/27/12	DANIELS, ELAN	Prepare for (.2) and T/C with C. Siegel regarding DOJ/AG obligations, subservicing agreement and January 30, 2012 letter (1.6)	1.80	1,260.00
11/27/12	JARIWALA, AAKASH	Review documents related to pre-petition and MSR transactions.	2.60	1,404.00
11/27/12	FORD, SAMANTHA	Analyzed key documents presentation re: claims against AFI (4.1), analyze document review questions (2.4), coordinate with vendor to execute claw back request (1.8), research re: potential claims against AFI (3.5), emails with K. Denk, E. Daniels and R. Ringer regarding same (1.3)	13.10	8,318.50
11/27/12	MOSES, MATTHEW B	Research re: Committee standing to pursue estate claims.	5.70	3,904.50
11/27/12	ROCHON, JENNIFER	Discussion with N. Simon regarding AFI letter (.1); analyze Ally Bank transaction (.7); emails w/S. Ettari re: same (.1).	0.90	711.00
11/27/12	REID, DENISE L	Cite check investigation brief.	0.50	147.50
11/27/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	9.00	4,905.00

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11/27/12	DENK, KURT M	Second-level analysis of produced documents re: prepetition transactions (3.8). Meeting with N. Hamerman re: investigation pleading (1.7); Communications with C. Duffield re: case status, document analysis, and legal analysis (1.5); analyze hot documents re: prepetition transactions (.6) and draft digest sent to N. Hamerman summarizing facts relevant to legal arguments (.4); call with N. Hamerman and C. Siegel re: subservicing issues (.2).	8.20	3,977.00
11/27/12	SCARBROUGH, KIMESHA	Review Fannie/Freddie Servicing Guides.	2.10	619.50
11/27/12	DUFFIELD, CARL D	Review produced documents re: MSR swaps (3.5); meet with K. Denk re: document analysis (1.5)	5.00	3,175.00
11/27/12	ALLARD, NATHANIEL	Arrange delivery of letter to AFI board (.3).	0.30	124.50
11/28/12	TABAK, EMILY S	Review documents re: 2004 Subpoena.	5.00	2,425.00
11/28/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR-related issues (4.0); discussion with K. DiFrancesco re: document issues (.5).	4.50	2,452.50
11/28/12	ETTARI, SAMANTHA	Meet with S. Ford, K. Denk, C. Siegel, J. Rochon, N. Hamerman, N. Simon and A. Jariwala to discuss draft pleading and other tasks (1.5); Continue drafting asset transfer fact sections of pleading (3.0); emails with M. Arango re: same (.5); Confer with S. Ford re document review issues and pleading drafting (.4); Confer with N. Simon and J. Rochon re open issues for asset transfer fact sections of pleading (.5).	5.90	4,130.00
11/28/12	HAMERMAN, NATAN	Meeting with S. Ettari, N. Simon, J. Rochon, S. Ford, K. Denk, C. Siegel and A. Jariwala re: draft pleading re: investigation (1.5). Confer with K. Denk re: investigation pleading(1.0), emails with C. Duffield re: same (.3); revise same (4.2). Confer with Moelis re: same (.2)	7.20	5,364.00

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11/28/12	SIMON, NORMAN	Review K. Denk memo on legal issues with claims against AFI (.4); Review Moelis information re: same (.4); Review key documents on control (.6); draft insert for pleading re: same (.7); Prepare for (.4) and attend investigation team meeting with S. Ford, S. Ettari, C. Siegel, K. Denk, J. Rochon, N. Hamerman and A. Jariwala re: pleading and investigation issues (1.5); Meeting with S. Ettari, J. Rochon re: same (.5); emails with C. Siegel, J. Rochon re: same (.2); Analyze summary judgment briefs (.8); emails with S. Ettari, J. Rochon re: Alix Partners analysis (.2); Call with Alix Partners re: same (.5); emails with S. Ford, J. Rochon re discovery (.2); emails with S. Ettari, J. Rochon re: Ally Bank (.3); emails with C. Siegel, E. Daniels re: preference analysis (.2).	6.90	5,451.00
11/28/12	JARIWALA, AAKASH	Review produced documents related to pre-petition and MSR transactions.	8.00	4,320.00
11/28/12	FORD, SAMANTHA	Attend meeting with N. Hamerman, S. Ettari, N. Simon, K. Denk, C. Siegel, J. Rochon, and A. Jariwala re: investigation issues (1.5); call with S. re: document review issues (.4); review discovery documents re: prepetition transactions (2.2); draft court submissions re: 2004 motions (5.0)	9.10	5,778.50
11/28/12	MOSES, MATTHEW B	Finalize summary of case law re: claims against AFI (3.1); discuss same with C. Siegel (.9); research case law re: additional issues with same (2.5); review cases re: fraudulent transfer law (2.0).	8.50	5,822.50
11/28/12	CIFONE, DAWN	Prepare binder of documents cited in investigation pleading (3.5); Prepare 4 copies of documents cited in same (1.5); Coordinate compilation of documents per S. Ettari's request (0.3); Pull ResCap/AFI public filings and email to S. Ettari (0.5); Verify citations in investigation pleading (1.2)	7.00	2,065.00

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11/28/12	SIEGEL, CRAIG L	Read (3.5) and analyze (1.2) subservicing documents; call w/ M. Moses re: legal research (.9); attend meeting with N. Hamerman, K. Denk, S. Ettari, N. Simon, S. Ford. J. Rochon and A. Jariwala re: investigation issues (1.5); emails w/ J. Rochon & N. Simon re: factual allegations for claims against AFI (.1).	7.20	5,364.00
11/28/12	ROCHON, JENNIFER	Analyze documents produced by AFI and debtors (1.2); Attend Litigation Investigation Team meeting re: investigation issues and pleading with C. Siegel, N. Hamerman, K. Denk, S. Ettari, N. Simon, S. Ford, and A. Jariwala (1.5); confer with S. Ettari and N. Simon regarding Ally Bank analysis and Tax Sharing Agreement (.5); emails w/C. Siegel regarding alter ego claims (.2); emails with N. Simon regarding same (.2)	3.60	2,844.00
11/28/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (6.5); discuss document review issues with S. Rosen (.5)	7.00	3,815.00
11/28/12	DENK, KURT M	Second-level analysis of documents identified as relevant to investigation (2.6); meet with J. Rochon, C. Siegel, N. Hamerman, S. Ettari, N. Simon, S. Ford and A. Jariwala re: investigation issues (1.5); draft memo re: legal analysis of investigation issues (4.7); confer with N. Hamerman re: complaint (1.0).	9.80	4,753.00
11/28/12	DANIELS, ELAN	Review analysis re: preference issues	0.80	560.00
11/28/12	DUFFIELD, CARL D	Review produced documents re: prepetition transactions	7.50	4,762.50
11/29/12	CIFONE, DAWN	Update excel spreadsheet to reflect confidentiality designations of specific produced documents (3.2); compile public SEC filings for K. Denk (.7); prepare binder of hot docs per S. Ford's request (2.5).	6.40	1,888.00
11/29/12	TABAK, EMILY S	Review documents produced in response to 2004 subpoena re: relevance to investigation.	4.30	2,085.50
11/29/12	TABAK, EMILY S	Review investigation preparation materials for document review for 2004 subpoena.	1.80	873.00
11/29/12	PETTIT, LAURENCE	Meeting with N. Hamerman to discuss contracts between Ally Bank and GMACM/RFC.	0.50	420.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/29/12	ETTARI, SAMANTHA	Review case law and memorandum re tax issues (.7); Confer with J. Rochon, N. Simon, and B. Herzog re same (1.0); Draft email summarizing meeting re same (.5); Continue drafting sections of complaint (2.0); review tagged relevant documents from document production in connection with same (1.2).	5.40	3,780.00
11/29/12	HAMERMAN, NATAN	Revise complaint (5.8). Call with Moelis, K. Denk and N. Simon re: investigation (.8). Meet with L. Pettit re: Ally Bank and GMAC Contracts (.5). Confer with K. Denk re: investigation pleading (.9). Confer with C. Duffield re: same (.6), emails with L. Milano re: potential claims against AFI (.2), meet with K. Denk re: investigation issues (.7)	9.50	7,077.50
11/29/12	SIMON, NORMAN	Meeting with B. Herzog, J. Rochon, S. Ettari re: tax issues (1); Meeting with J. Rochon re: same(.4); Review analysis of Summary Judgment briefs (1.9); Prepare for call with Moelis re: investigation (.3); Call with Moelis, N. Hamerman, K. Denk re: same (.8); Correspondence with D. Mannal, K. Eckstein re: same (.4); Meeting with J. Rochon re: same (.5); Correspondence with J. Rochon re: AFI presentation (1); Correspondence with Moelis, K. Denk re: same (.2); Correspondence with M. Landy re: same (.2); Correspondence with S. Ettari, J. Rochon re: tax sharing analysis (.2)	6.90	5,451.00
11/29/12	SIEGEL, CRAIG L	TC w/ M. Moses and S. Ford re: potential estate claims (1.7)	1.70	1,266.50
11/29/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR related issues.	4.00	2,180.00
11/29/12	DANIELS, ELAN	Email correspondence with J. Shifer, S. Tandberg regarding SOFA preference analysis (.4);	0.40	280.00
11/29/12	ROCHON, JENNIFER	Meeting with N. Simon, S. Ettari and B. Herzog regarding Tax Sharing Agreement (1.0); meeting with N. Simon regarding same (.4); meeting with N. Simon regarding AFI presentation (.5); draft AFI presentation re: potential claims (1.0).	2.90	2,291.00

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11/29/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (9.0); draft emails to S. Ford and K. Denk of "hot documents" (.2)	9.20	5,014.00
11/29/12	DENK, KURT M	Correspondence with S. Ford and K. DiFrancesco re: document review (.4). Communications with N. Hamerman re: investigation pleading (.9). Preparation for (.2) and call (.8) with Moelis, N. Hamerman and N. Simon. Follow-up correspondence with Moelis (1.3) and Alix Partners (1) re: same. Meeting with N. Hamerman to discuss legal theories of case (.7). Second-level analysis of produced documents identified as relevant to investigation (1.8). Research (1.6), and draft (3.3) memo for N. Hamerman re: investigation legal analysis.	12.00	5,820.00
11/29/12	MOSES, MATTHEW B	T/c with C. Siegel and S. Ford re: potential estate claims (1.7); research re: potential estate claims (2.6); research re: fraudulent conveyances (3.6).	7.90	5,411.50
11/29/12	HERZOG, BARRY	Discuss TSA with N. Simon and J. Rochon (1.0); follow-up correspondence with N. Simon and J. Rochon re: same (.8).	1.80	1,557.00
11/29/12	FORD, SAMANTHA	Draft portions of investigation pleading (2.4); research re: same (1.1); T/c with C. Siegel and M. Moses re: research on potential estate claims (1.7).	5.20	3,302.00
11/29/12	DUFFIELD, CARL D	Review produced documents from Debtors/AFI re: relevance to investigation (10.8); t/c with N. Hamerman re: investigation pleading (.6).	11.40	7,239.00
11/30/12	SIEGEL, CRAIG L	Research portions of investigation pleading (4.1); t/c with M. Moses re: research on fraudulent conveyance (.7).	4.80	3,576.00
11/30/12	DENK, KURT M	Correspondence with S. Ettari, J. Rochon, S. Ford, N. Simon re: document review (1.4); communications with N. Hamerman re: status of legal analysis (.8); second-level analysis of relevant documents and indices re: investigation (2.0).	4.20	2,037.00

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11/30/12	ETTARI, SAMANTHA	Telephone call with M. Arango re prepetition transfers (1.2); Telephone calls with J. Rochon (.2) and N. Simon (.7) re same; Review documents re bank transfer (2.0); Continue revising pleading insert re bank transfer (7.3); Confer with C. Duffield re pleading inserts (.2).	11.60	8,120.00
11/30/12	CIFONE, DAWN	Update MPA/MSR hot documents index (3.2); perform targeted searches on Relativity of operating agreements and presentations (2.5); review pleading passages per S. Ettari's request (0.8); organize produced documents on electronic files (0.5)	7.00	2,065.00
11/30/12	MOSES, MATTHEW B	Discuss Fraudulent conveyance research with C. Siegel (.7); Revised draft rider to pleading re: investigation analysis (1.0).	1.70	1,164.50
11/30/12	ROCHON, JENNIFER	Revise presentation to AFI (3.9); meet with N. Simon regarding presentation to AFI (.5); t/c w/S. Ettari regarding Alix Partners analyses (.2); t/c w/Alix Partners' M. Landy regarding analysis (.1); further revise AFI presentation (.5).	5.20	4,108.00
11/30/12	SIMON, NORMAN	Draft AFI presentation (Ally Bank/MSR Swap) (5.1); meet with J. Rochon re: AFI presentation (.5); calls with S. Ettari re: Alix Partners' analyses (.7); review S. Ettari correspondence of tax sharing agreement and corresp. with B. Herzog re: same (.3); financial corresp. with M. Landy re: insolvency analyses (.6); corresp. with K. Denk re: same and review of circulated documents (.3)	7.50	5,925.00
11/30/12	HAMERMAN, NATAN	Draft portions of potential pleading re: estate claims (2.0); telephone conferences with Moelis re: Fannie and Freddie servicing issues (1.2); t/c with K. Denk re: legal analysis (.8)	4.00	2,980.00
11/30/12	FORD, SAMANTHA	Second level document review of tagged documents produced by Debtors re: relevancy for investigation issues and claims against AFI.	4.10	2,603.50
11/30/12	DUFFIELD, CARL D	Review produced documents re: MSR swaps.	7.80	4,953.00
TOTAL			<u>1,417.80</u>	<u>\$861,959.00</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	87.00	86,130.00
TRACHTMAN, JEFFREY S.	PARTNER	127.90	113,831.00
BENTLEY, PHILIP	PARTNER	275.30	238,134.50
SIMON, NORMAN	PARTNER	0.40	316.00
O'NEILL, P. BRADLEY	PARTNER	4.30	3,397.00
ROCHON, JENNIFER	PARTNER	4.10	3,239.00
KAUFMAN, PHILIP	PARTNER	283.90	266,866.00
MANNAL, DOUGLAS	PARTNER	85.00	67,150.00
HOROWITZ, GREGORY A.	PARTNER	23.50	20,327.50
PETTIT, LAURENCE	PARTNER	114.00	95,760.00
LIU, GILBERT	PARTNER	39.20	31,948.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	32.50	24,375.00
SIEGEL, CRAIG L	ASSOCIATE	55.00	40,975.00
WARSHALL-KATZ, ARIELLE	ASSOCIATE	172.30	120,610.00
LEVINE, ADINA C	ASSOCIATE	169.40	116,039.00
ZIDE, STEPHEN	ASSOCIATE	40.10	28,872.00
SHIFER, JOSEPH A	ASSOCIATE	44.50	29,815.00
CHO, DANNIE	ASSOCIATE	188.20	119,507.00
COLEMAN, KRISTEN A	ASSOCIATE	138.20	87,757.00
MELLIN, MICHAEL	ASSOCIATE	204.60	129,921.00
BLABEY, DAVID E	ASSOCIATE	177.00	127,440.00
NEUNDER, LISA	ASSOCIATE	83.70	27,621.00
CAHN, JOSHUA B	ASSOCIATE	29.90	13,156.00
ZIEGLER, MATTHEW C	ASSOCIATE	10.30	5,613.50
RINGER, RACHAEL L	ASSOCIATE	63.30	34,498.50
BRODY, DANIEL J	ASSOCIATE	17.40	9,483.00
KAHLER, SARAH E	ASSOCIATE	6.10	3,324.50
MILLER, ASHLEY S	ASSOCIATE	123.30	73,363.50
WEISS, MATTHEW	ASSOCIATE	20.90	11,390.50
DUNLAP, JEFFREY	ASSOCIATE	156.50	85,292.50
HILL, MICHAEL C	ASSOCIATE	13.80	6,693.00
ALLARD, NATHANIEL	ASSOCIATE	2.50	1,037.50

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DE CHACON, RACHAEL N	ASSOCIATE	31.00	12,865.00
LI, JENNIFER W	ASSOCIATE	31.30	12,989.50
KAGAN, SAMANTHA M	ASSOCIATE	128.50	53,327.50
GRIBBON, SARA B	ASSOCIATE	116.00	48,140.00
STEINER, YAEL M	ASSOCIATE	22.80	9,462.00
SCHMIDT, SHAI	ASSOCIATE	7.50	4,087.50
REID, DENISE L	PARALEGAL	13.00	3,835.00
STACKPOOLE, ANNE	PARALEGAL	194.30	57,318.50
BAIN, ROLAND	PARALEGAL	17.50	5,162.50
ALMEDA, DOMINADOR E	PARALEGAL	5.10	1,504.50
SHAIN, ALIYA	PARALEGAL	4.10	1,168.50
YAN, HENRY X	PARALEGAL	29.40	8,379.00
VANARIA, HUNTER	PARALEGAL	6.90	2,139.00
PHILLIP, RENEE	PARALEGAL	61.40	18,113.00
TOTAL		<u>3,462.90</u>	<u>\$2,262,375.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALMEDA, DOMINADOR E	Compile and match blacklined PSAs (1.0); organize same (1.0).	2.00	590.00
11/01/12	ALMEDA, DOMINADOR E	Review spreadsheet of PSAs (1.0). Email re same to G. Liu (0.1). Compile missing PSAs and add to spreadsheet (1.0). Update and email same to G. Liu (0.1).	2.20	649.00
11/01/12	MILLER, ASHLEY S	Edit outlines for depositions of M. Puntus and K. Chopra (0.5); review privileged documents for same (0.5); prep for M. Puntus and K. Chopra depositions (0.5); update hot docs chronology (1); review documents related to Cancelliere and Ruckdaschel in new productions (4.5).	7.00	4,165.00
11/01/12	NEUNDER, LISA	Research re potential issues with RMBS settlement (5.5); draft summary of same (3.0).	8.50	2,805.00

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11/01/12	LIU, GILBERT	Confer w/L. Pettit re: Trust review (0.4); review of severability issues (0.4); email correspondence to L. Pettit re: PSA and base prospectus language (0.3)	1.10	896.50
11/01/12	BLABEY, DAVID E	Exchange multiple emails with P. Bentley regarding memo on putback claims.	0.20	144.00
11/01/12	LEVINE, ADINA C	Draft memo to the committee re: RMBS issues (3.2); email with D. Mannal re: stip and letter (.2); conversation with P. Kaufman re: revisions to letter (.2), revise memo to the committee re: RMBS issues (1.8); review of letter to court re: privilege issues (1.0), conversation with P. Kaufman re: same (.8); revise memo to the committee re: RMBS issues (2.5).	9.70	6,644.50
11/01/12	ECKSTEIN, KENNETH H.	Call with D. Rains, P. Kaufman re RMBS discovery (1.2); meet with K. Wofford, D. Mannal re RMBS settlement (1.3); comment on discovery letter to court (.6).	3.10	3,069.00
11/01/12	KAUFMAN, PHILIP	Continue analysis of documents and outlining of examinations for RMBS depositions (2.9); calls with Committee members' counsel re: discovery issues, depositions, strategy (2.0); emails with Committee members re: same (1.6); telephone conferences and e-mails with Debtors' counsel re: discovery issues and depositions (1.1); revisions to letter brief to Court (1.7); conversation with A. Levine re revisions to letter (.2); convo with A. Levine re privilege issues (.8); o/c with D. Mannal re discovery issues (.4); call with K. Eckstein, D. Rains re RMBS discovery (1.2).	11.90	11,186.00
11/01/12	PETTIT, LAURENCE	Emails with A. Levine and P. Bentley re PSA language (1.3); review emails re causation (.4); review PSAs re same (1.4); confer with G. Liu re trust review (.4).	3.50	2,940.00
11/01/12	ZIDE, STEPHEN	Discussions with P. Bentley re memo to UCC on RMBS 9019 issues (1.4); analysis and research on legal fees, severability and allocation (1); speak with R. Ringer re same (.4). Emails with L. Pettit and G. Liu re severability issues and analysis of same (.5). Discuss 9019 memo with J. Shifer (.7).	4.00	2,880.00

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11/01/12	TRACHTMAN, JEFFREY S.	Research re 9019 memo (1.0); research re RMBS discovery issues (.8); review portions of draft memo and inserts (1.3).	3.10	2,759.00
11/01/12	BENTLEY, PHILIP	Review produced RMBS documents re potential issues with RMBS settlement (4.0); analyze case law research re same (3.8); discussions with S. Zide re memo to UCC re RMBS 9019 issues (1.4); emails with D. Blabey re memo on put back loan claims (.2).	9.40	8,131.00
11/01/12	MELLIN, MICHAEL	Draft Puntus deposition outline (2.5); analysis of produced documents for deposition (4.0); emails to J. Shifer and S. Ford re RMBS analysis (.6).	7.10	4,508.50
11/01/12	STACKPOOLE, ANNE	Integrate FGIC chronology documents into RMBS settlement chronology.	3.70	1,091.50
11/01/12	STACKPOOLE, ANNE	Clawback analysis of Debtor and Ally revised lists (1.3); draft summary regarding same (1.0).	2.30	678.50
11/01/12	STACKPOOLE, ANNE	Communications with litigation technology regarding plans for proceeding with Ally and Debtor document productions.	0.70	206.50
11/01/12	COLEMAN, KRISTEN A	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (3.6); update hot document chronology in connection with same (2.5).	6.10	3,873.50
11/01/12	HOROWITZ, GREGORY A.	Review Puntus deposition outline (.8), edit same (.4)	1.20	1,038.00
11/01/12	YAN, HENRY X	Review Whitlinger and Mack outlines (.9); identify clawback documents from RMBS Chron spreadsheet (.9).	1.80	513.00
11/01/12	YAN, HENRY X	Further additions to Mack index and outline binder.	1.10	313.50
11/01/12	SHIFER, JOSEPH A	Confer with S. Zide re 9019 memo (.7), review memo re same (.7), research re same (3.3), emails with S. Ford and M. Mellin re RMBS analysis (.3).	5.00	3,350.00
11/01/12	RINGER, RACHAEL L	Research re: RMBS issues and payment of legal fees (2.3); speak with S. Zide re same (.4).	2.70	1,471.50

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11/01/12	WARSHALL-KATZ, ARIELLE	Draft document chronology with Bates information (2.8); email same to Committee members (.3); discussions with D. Mannal re same and PEO issues (.2); review letter to Court re privilege issues (1); multiple discussions and emails with court reporter re 9019 depositions (.7); emails with Committee members re same (2.5).	7.50	5,250.00
11/01/12	CHO, DANNIE	Analyze deposition outline themes and potential exhibits (2.5).	2.50	1,587.50
11/01/12	MANNAL, DOUGLAS	Meeting with K. Eckstein and K. Wofford of Ropes re RMBS settlement (1.3); analyze discovery issue re clawback and privilege issues (.7); review settlement chronology (.9); email with A. Katz re same and re PEO issues (.2); office conference with P. Kaufman re discovery issues (.4)	3.50	2,765.00
11/02/12	LIU, GILBERT	Meeting w/L. Pettit re: PSA and base prospectus language (0.8); Meeting w/L. Pettit re: RMBS document review project (0.5); Meeting with L. Pettit, S. Kaehler, D. Brody, M. Weiss and M. Hill re: RMBS review project (1.0); Create spreadsheet of trusts, depositor, series type and questions fields (1.0); Review of severability issues (0.4).	3.70	3,015.50
11/02/12	MILLER, ASHLEY S	Review documents related to Cancelliere and Ruckdaschel in new productions (3); prepare Puntus and Chopra witness outlines/deposition exhibits (1); review new clawback lists from Morrison Foerster and Kirkland (3).	7.00	4,165.00
11/02/12	LEVINE, ADINA C	Draft memo to the committee re: RMBS settlement issues (1.4), conversation with P. Kaufman re: privilege letter and clawback (.5), review of Ally revisions (.5).	2.40	1,644.00
11/02/12	ECKSTEIN, KENNETH H.	C/w P. Kaufman re discovery issues.	0.50	495.00
11/02/12	WEISS, MATTHEW	Prep for (.3) and meet with (1.0) L. Pettit, G. Liu, S. Kaehler, D. Brody and M. Hill to discuss RMBS review project.	1.30	708.50

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11/02/12	KAUFMAN, PHILIP	Final revisions to letter brief to Court re: RMBS discovery (1.4); review letters from K&E and Debtors re: claw back demand (1.2); telephone conferences and e-mails with Committee members' counsel re: letters to Court, strategic matters, depositions (1.3); continue preparation for RMBS depositions (1.6); review letter briefs submitted by Cadwalader and Jones Day (.8); conversation with A. Levine re priv. letter and clawback (.5); t/c with A. Katz re letter to court (.5); call with K. Eckstein re discovery issues (.5).	7.80	7,332.00
11/02/12	HILL, MICHAEL C	Prep for (.2) and meet with (1.0) G. Liu, D. Brody, L. Pettit, M. Weiss, and S. Kaehler re RMBS review project.	1.20	582.00
11/02/12	NEUNDER, LISA	Conduct research concerning issues with RMBS Settlement (2.3); discovery issues (3.4) and statute of limitations law (2.8).	8.50	2,805.00
11/02/12	PETTIT, LAURENCE	Commence drafting inserts for RMBS outline per request of P. Bentley (2.0); meet with G. Liu, M. Hill, S. Kaehler, D. Brody and M. Weiss re RMBS review project (1.0); meet with G. Liu re PSA and base prospectus language (.8); meet with G. Liu re RMBS doc review project (.5); draft set of questions and instructions re same (2.0).	6.30	5,292.00
11/02/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, L. Pettit, A. Levine, K. Eckstein re RMBS memo and discovery issues (1.5); review draft memo (1.9); call with P. Bentley re same (1.2).	4.60	4,094.00
11/02/12	BRODY, DANIEL J	Prep for (.3) and meet with (1.0) M. Weiss, S. Kaehler, G. Liu, L. Pettit, and M. Hill re RMBS assignment and assumption agreement review; review RMBS documents re: same (.5)	1.80	981.00
11/02/12	BENTLEY, PHILIP	Analysis of RMBS research (2.5); TC L. Parsons re same (0.6); call with J. Trachtman re RMBS memos (1.2).	4.30	3,719.50
11/02/12	MELLIN, MICHAEL	Analysis of clawback issues (1); review and analysis of documents re: same (3.0); draft update chronology (1.5); draft emails re: same (.4).	5.90	3,746.50
11/02/12	STACKPOOLE, ANNE	Communications with litigation technology dept and review team regarding J. Mack and E. Smith document productions.	0.50	147.50

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11/02/12	STACKPOOLE, ANNE	Analysis of clawback request (1.2); drafting of summary report regarding same (1.0).	2.20	649.00
11/02/12	STACKPOOLE, ANNE	Review and organize documents in preparation for court conference.	2.40	708.00
11/02/12	STACKPOOLE, ANNE	Review and organize documents in preparation for drafting letter to the court re: discovery.	2.90	855.50
11/02/12	COLEMAN, KRISTEN A	Review produced documents re potential issues with RMBS settlement (6.1); analysis regarding claw back issue and privilege documents (1.2)	7.30	4,635.50
11/02/12	ZIDE, STEPHEN	Review research on severability analysis (.4); emails with J. Shifer re same (.3).	0.70	504.00
11/02/12	HOROWITZ, GREGORY A.	Review potential exhibits for Puntus and Chopra depositions.	2.50	2,162.50
11/02/12	VANARIA, HUNTER	Prepare and file letter to Judge Glenn re: RMBS discovery (.7); coordinate with R. Ringer re redacted version of same (1.0).	1.70	527.00
11/02/12	WARSHALL-KATZ, ARIELLE	T/c with P. Kaufman re RMBS letter to court (.5); review letter re privilege issues (2.5); multiple discussions with D. Mannal and R. Ringer re same (1.2); emails re clawback requests to P. Kaufman (.6); discussions with court reporter re deposition logistics (1.3); emails with MBIA, FGIC and committee members re depositions (1.0).	7.10	4,970.00
11/02/12	SHIFER, JOSEPH A	Emails with S. Zide re RMBS issues (.4) and draft memo re severability (5.1), email to S. Hasan re RMBS analysis (.2)	5.70	3,819.00
11/02/12	KAEHLER, SARAH E	Prep for (.4) and meet with (1.0); M. Weiss, L. Pettit, G. Liu, D. Brody and M. Hill re RMBS review project.	1.40	763.00
11/02/12	CHO, DANNIE	Analyze deposition outline themes and potential exhibits (1.5).	1.50	952.50
11/02/12	DUNLAP, JEFFREY	Review expert materials for RMBS analysis (1.2); review new production re: same (2.0)	3.20	1,744.00
11/02/12	DUNLAP, JEFFREY	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (6.3); add new documents to Chronology (.5); emails with G. Liu and L. Pettit re: trust documents (.3).	7.10	3,869.50

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11/02/12	RINGER, RACHAEL L	E-mails with P. Kaufman and A. Levine re: RMBS discovery letter (.3), assist with preparation for filing (.5), e-mails with parties in interest re: same (.1), revise discovery letter (.5) emails with parties in interest re same (.8); coordinate with H. Vanaria re same (1.0); multiple discussions with D. Mannal and A. Katz re discovery letter (1.2)	4.40	2,398.00
11/02/12	MANNAL, DOUGLAS	Multiple disc. with R. Ringer and A. Katz re discovery letter (1.2); revise letter to Judge Glenn re same (1.5); review confi issues with contents of letter (3.6); coordinate with other objecting parties re same (.6).	6.90	5,451.00
11/03/12	KAEHLER, SARAH E	Review Assignment Agreements for specific provisions (1.0) and prepare (.8) summaries of the same.	1.80	981.00
11/03/12	LEVINE, ADINA C	Conversation with A. Katz re: review status (.9), e-mails from D. Mannal and R. Ringer re production and fact discovery issues (.5); emails with A. Stackpoole re Ally clawback (.2).	1.60	1,096.00
11/03/12	WEISS, MATTHEW	Analyze Assignment Agreements and PSAs re potential issues with RMBS settlement.	5.90	3,215.50
11/03/12	KAUFMAN, PHILIP	Preparation for depositions, including analysis of documents (3.0); outline Puntus (1.5) and Chopra (1.2) examinations.	5.70	5,358.00
11/03/12	NEUNDER, LISA	Research concerning legal issues with RMBS settlement (5.5) and draft outline re same (1.7).	7.20	2,376.00
11/03/12	PETTIT, LAURENCE	Prepare questionnaire to survey RMBS documents re key issues and provisions in AAs and PSAs in various PLS trusts.	4.30	3,612.00
11/03/12	LIU, GILBERT	Review terms in prospectuses re RMBS settlement issues (1.5); email correspondence re RMBS issues with L. Pettit and P. Bentley (0.2)	1.70	1,385.50
11/03/12	TRACHTMAN, JEFFREY S.	Emails with R. Ringer, L. Neunder, A. Levine, re RMBS issues (.4); review portions of RMBS memo (.8).	1.20	1,068.00
11/03/12	BRODY, DANIEL J	Review (3.2) and summarize (4.0) Assignment and Assumption and Pooling Agreements for G. Liu and L. Pettit.	7.20	3,924.00

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11/03/12	WARSHALL-KATZ, ARIELLE	Emails with K. Coleman re Marano deposition (.3); emails and discussions with Jones Day re same (.3); conversation with A. Levine re review status (.9).	1.50	1,050.00
11/03/12	BENTLEY, PHILIP	Trade emails with G. Liu and L. Pettit re RMBS issues.	0.30	259.50
11/03/12	MELLIN, MICHAEL	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (4.5); update chronology (.8); draft emails to L. Pettit re: same (.2).	5.50	3,492.50
11/03/12	COLEMAN, KRISTEN A	RMBS document review and analysis (3.9); analysis of PEO designated documents (1.2); emails with A. Katz re Marano deposition (.3).	5.40	3,429.00
11/03/12	ZIDE, STEPHEN	Emails with J. Shifer re memo on Trustee issues (.3); call with R. Ringer re RMBS issues (.2).	0.50	360.00
11/03/12	HOROWITZ, GREGORY A.	Analyze RMBS documents in preparations for Puntus and Chopra depositions.	2.50	2,162.50
11/03/12	SHIFER, JOSEPH A	Emails with S. Zide re memo on Trustee issues (.4), research re RMBS memo (1.2)	1.60	1,072.00
11/03/12	RINGER, RACHAEL L	Call with S. Zide re: RMBS issues (.2), e-mails to S. Zide re: same (.2)	0.40	218.00
11/04/12	BLABEY, DAVID E	Edits to outline of objections to putback claims (3); edits to cover memo to committee re same (2.2).	5.20	3,744.00
11/04/12	MILLER, ASHLEY S	Update deposition outlines for M. Puntus and K. Chopra (1.0); prepare exhibits for depositions (1.0); review new clawback and privilege lists from ResCap and Ally (1.0)	3.00	1,785.00
11/04/12	LEVINE, ADINA C	Draft talking points for RMBS status conference (3.2); call with P. Kaufman, D. Mannal, A. Katz re same (.5); conversation with A. Katz re same (.2); emails with M. Mellin, K. Coleman, J. Dunlap re clawback documents and emails with D. Mannal re same (.5).	4.40	3,014.00
11/04/12	WEISS, MATTHEW	Analyze Assignment Agreements and PSAs re RMBS analysis.	6.80	3,706.00
11/04/12	KAUFMAN, PHILIP	Emails with A. Levine, A. Katz, P. Bentley, and K. Eckstein re discovery issues (.6); review letter briefs filed by Debtors and AFI (1.4); continue preparation for RMBS depositions (3.1); call with A. Levine, D. Mannal and A. Katz re court conference (.5).	5.60	5,264.00

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11/04/12	HILL, MICHAEL C	Conduct RMBS AA & PSA provisions review project.	5.00	2,425.00
11/04/12	PETTIT, LAURENCE	Review RMBS template documents for RMBS outline and memo (1.4); email to P. Bentley re same (0.3); research re 9019 motion regarding RMBS docs and master servicer duties (1.8).	3.50	2,940.00
11/04/12	LIU, GILBERT	Review of PSAs for specified data for severability arguments (1.1); review causation arguments (1.0).	2.10	1,711.50
11/04/12	TRACHTMAN, JEFFREY S.	Edit RMBS memo (3.4); emails to P. Bentley, K. Eckstein, D. Blabey, P. Kaufman, R. Ringer re RMBS memo (.7) and re discovery issues (.7).	4.80	4,272.00
11/04/12	BRODY, DANIEL J	Review of Pooling Agreements (3.2) and Assignment and Assumption Agreements (3.2) for G. Liu and L. Pettit.	6.40	3,488.00
11/04/12	BENTLEY, PHILIP	Review (.5) and analysis (.5) of RMBS settlement agreement and related documents; TC L. Parsons re same (0.4).	1.40	1,211.00
11/04/12	MELLIN, MICHAEL	Review of RMBS settlement documents (2); research re claw-back of produced documents (5.3); draft emails to P. Kaufman re: same (.7).	8.00	5,080.00
11/04/12	STACKPOOLE, ANNE	Review draft witness outlines for purposes of identifying proposed clawback documents in preparation for court conference.	3.40	1,003.00
11/04/12	STACKPOOLE, ANNE	Organize clawback documents in preparation for court conference.	3.40	1,003.00
11/04/12	STACKPOOLE, ANNE	Clawback analysis between multiple versions of Debtor and Ally revised clawback lists.	2.80	826.00
11/04/12	STACKPOOLE, ANNE	Run searches and review documents re: clawback issues.	1.80	531.00
11/04/12	STACKPOOLE, ANNE	Collect case law of all parties in preparation for court conference (2.8), draft index and document production in preparation for same (1.0).	3.80	1,121.00
11/04/12	COLEMAN, KRISTEN A	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement (1.9); emails with M. Mellin, A. Katz, A. Levine, A. Miller, A. Stackpoole, J. Dunlap, and D. Cho re: claw back lists and analysis (1.5)	3.40	2,159.00

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11/04/12	ECKSTEIN, KENNETH H.	Review Debtor response to discovery letter (1.2); review deposition outline for Puntus and Chopra (.8); review RMBS objection materials, expert materials (1.1); emails to G. Horowitz re deposition exhibits (.2).	3.30	3,267.00
11/04/12	ZIDE, STEPHEN	Confer with J. Shifer re memo on trustee issues (.6); begin drafting same (.7); revise outline of same (.8).	2.10	1,512.00
11/04/12	HOROWITZ, GREGORY A.	Review deposition exhibits, outline revision (1.5); e-mails from/to K. Eckstein re same (.2); call with D. Mannal re depo prep (1.4).	3.10	2,681.50
11/04/12	WARSHALL-KATZ, ARIELLE	T/c with D. Mannal, P. Kaufman, A. Levine re court conference (.5); t/c with FGIC re Ally clawback (.9); analyze Debtors' and Ally's filings re clawbacks (1.2); emails re talking points for court conference with D. Mannal, P. Kaufman and A. Levine (.5); conversation with A. Levine re court conference (.2); prep for court conference (3.5).	6.80	4,760.00
11/04/12	SHIFER, JOSEPH A	Revisions to RMBS memo (4.6) and confer with S. Zide re same (.6)	5.20	3,484.00
11/04/12	CHO, DANNIE	Analyze clawback and confidentiality issues (1.1); analyze debtor and FGIC productions (1.5); analyze deposition outline themes and potential exhibits (3.9).	6.50	4,127.50
11/04/12	DUNLAP, JEFFREY	Review clawback list (2.5), analyze documents listed (1.0).	3.50	1,907.50
11/04/12	RINGER, RACHAEL L	Review letter from MoFo re: RMBS discovery letters (.3), e-mails with K. Eckstein re: same (.2), review AFI response to discovery letters (.7)	1.20	654.00
11/04/12	MANNAL, DOUGLAS	Depo prep call with G. Horowitz (1.4); conference call with A. Levine, P. Kaufman, A. Katz re court conference (.5); review discovery correspondence (.4); email with K. Eckstein re same (.2); review board presentation material (.9)	3.40	2,686.00
11/05/12	WEISS, MATTHEW	Review of 17 RMBS AA and PSA deals for RMBS project.	1.90	1,035.50
11/05/12	ALMEDA, DOMINADOR E	Email sample PSAs to L. Pettit (.4); emails with L. Pettit re same (.1).	0.50	147.50

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11/05/12	MELLIN, MICHAEL	TC w/ P. Kaufman re: clawback request (.7); draft memo and spreadsheet analysis of clawback issues (2.7); draft deposition outline (6.7); calls with A. Levine re Ruckdaschel depo (.5).	10.60	6,731.00
11/05/12	BLABEY, DAVID E	Review J. Trachtman edits to committee memo on RMBS claim (1.1); review specific performance cases for same (4.3); call with P. Bentley, D. Mannal, J. Trachtman, K. Eckstein re RMBS status conference (.8).	6.20	4,464.00
11/05/12	MILLER, ASHLEY S	Prepare for depositions of Marc Puntus and Karn Chopra (3); attend Karn Chopra deposition (1.5); attend Marc Puntus deposition (3.1); draft initial summary of depositions of Marc Puntus and Karn Chopra (2); prepare list of documents on privilege logs of Morrison Foerster and Ally for meet and confer next day (3)	12.60	7,497.00
11/05/12	ECKSTEIN, KENNETH H.	Prep for court conf re RMBS discovery, review corresp docs etc. (1.3); court conf w/parties re RMBS discovery (1.4); call with P. Bentley, D. Mannal, J. Trachtman, and D. Blabey re status conference (.8); comment on RMBS committee memo (2.0); review confidentiality agreement (.4); review RMBS expert report (.6)	6.50	6,435.00
11/05/12	NEUNDER, LISA	Conduct research concerning mistaken production and fiduciary duty (4.3), research concerning co-client privilege (1.5), and edit listing of claw-back materials (1.4).	7.20	2,376.00
11/05/12	ZIEGLER, MATTHEW C	Review draft RMBS issues memorandum (0.5).	0.50	272.50
11/05/12	PETTIT, LAURENCE	Complete insert for RMBS outline regarding foreclosure-related issues and send to P. Bentley (2.5); conference call with P. Bentley and RMBS experts regarding presentation to be given to the Committee (1.3); review publications regarding GSE repurchase activity (1.7); revise questions for RMBS document review project (0.8); draft second insert for RMBS outline (2.3); review memo from S. Zide regarding severability (0.3).	8.90	7,476.00

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11/05/12	ZIDE, STEPHEN	Draft riders for RMBS 9019 memo re severability, legal fees and allocation (4.5); emails with P. Bentley and J. Shifer re same (.4); discuss with J. Shifer re same (.9).	5.80	4,176.00
11/05/12	HILL, MICHAEL C	Summarize various provisions in RMBS trustee assignment agreements and PSAs.	7.00	3,395.00
11/05/12	KAUFMAN, PHILIP	Preparation for depositions including analysis of documents and outlining of examinations (4.5); attend conference calls with Court re discovery issues and examiner's schedule (2.7); numerous emails with A. Levine, A. Katz, P. Bentley and D. Mannal re discovery issues, depositions (.6); conference calls with Committee members' counsel re discovery issues and strategy (1.6); t/c with M. Mellin re clawback requests (.7); meeting with A. Katz and A. Levine re meet and confer depos (1.5).	11.60	10,904.00
11/05/12	TRACHTMAN, JEFFREY S.	Edit RMBS memo (3.6); emails with P. Bentley, A. Levine, K. Eckstein re RMBS memo and research (.3); research RMBS case law (.7); conf call re prep for hearing with P. Bentley, K. Eckstein, D. Mannal, D. Blabey (.8).	5.40	4,806.00
11/05/12	O'NEILL, P. BRADLEY	Review RMBS letters re privilege issues.	0.30	237.00
11/05/12	BRODY, DANIEL J	Review of pooling agreements re: RMBS analysis.	2.00	1,090.00
11/05/12	PHILLIP, RENEE	Organize documents for T. Marano deposition.	2.00	590.00
11/05/12	PHILLIP, RENEE	Assemble documents for J. Ruckdaschel deposition.	3.30	973.50
11/05/12	BENTLEY, PHILIP	Analysis of RMBS settlement issues (1.9); draft memo to committee re 9019 motion (3.3); conf calls with K. Eckstein, D. Mannal, J. Trachtman, D. Blabey re hearing prep (0.8), and A. Frankel, R. Epstein (1.2); RMBS call with financial advisor experts and L. Pettit re Committee presentation (1.3).	8.50	7,352.50
11/05/12	COLEMAN, KRISTEN A	Review clawback analysis re: issues with RMBS settlement (1.2); review RMBS produced documents re: relevance to settlement (3.5), update hot documents chronology re: same (1.2), deposition preparation for Marano (2)	7.90	5,016.50
11/05/12	STACKPOOLE, ANNE	Organize documents cited in M. Mellin work product memo.	1.20	354.00

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11/05/12	STACKPOOLE, ANNE	Update settlement chronology.	2.20	649.00
11/05/12	STACKPOOLE, ANNE	Organize documents in preparation for deposition of Ruckdaschel.	3.20	944.00
11/05/12	STACKPOOLE, ANNE	Communications with litigation technology dept regarding plans for proceeding with Debtor document production (.5); download Debtor production from dataroom and copy to local drive (.5)	1.00	295.00
11/05/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of Marano.	2.30	678.50
11/05/12	HOROWITZ, GREGORY A.	Final prep for Puntus and Chopra depositions (2.4); Puntus (3.1) and Chopra (1.5) depositions.	7.00	6,055.00
11/05/12	LEVINE, ADINA C	Review of Ally letter re: clawback issue (.9); review of FGIC issue re: clawback issue (.3); outline of talking points for clawback and privilege conference (3.2); conference with A. Katz re: clawback issue (1.2); emails with K. Eckstein, D. Mannal and P. Kaufman re: depositions (.6); calls with M. Mellin re: Ruckdaschel deposition (.5); conversation with A. Katz re: depositions (.5); review of Ruckdaschel documents (.7); meeting with A. Katz and P. Kaufman re: meet and confer depositions (1.5); e-mails to S. Gribbon, S. Kagan, E. Tabak re: ResCap; e-mail to Darryl Rains re: stipulation (.5)	9.90	6,781.50
11/05/12	LIU, GILBERT	Review of document review project results (0.4); review of RMBS transactions for document review project (1); Review of severability analysis memo from S. Zide and emails regarding same (0.2).	1.60	1,304.00
11/05/12	WARSHALL-KATZ, ARIELLE	Attend telephone conference with court re privilege and clawback issues (1.5); meeting with P. Kaufman and A. Levine re depositions (1.5); call with A. Levine re clawback issue (1.2); multiple emails with A. Miller, A. Levine, M. Mellin and A. Stackpoole re clawback documents (.8); t/cs with counsel to FGIC and MBIA re same (1.5); prepare outline for meet & confer (3.2); convo with A. Levine re depositions (.5).	10.20	7,140.00

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11/05/12	SHIFER, JOSEPH A	Research issues for RMBS memo (2.3) and email to S. Zide re same (.3), revisions to RMBS memo insert (4.5); discussion with S. Zide re: same (.9).	8.00	5,360.00
11/05/12	KAEHLER, SARAH E	Review PSA and AA documents.	0.30	163.50
11/05/12	SHAIN, ALIYA	Organize RMBS letters for R. Ringer (.5)	0.50	142.50
11/05/12	SHAIN, ALIYA	Prepare for filing of redacted letter re: RMBS issues (.3); file (.2) and serve same (.2).	0.70	199.50
11/05/12	VANARIA, HUNTER	Follow-up emails with R. Ringer re P. Kaufman letter to Judge Glenn.	0.20	62.00
11/05/12	CHO, DANNIE	Analyze and prepare potential deposition exhibits (1.0); analyze deposition outline and themes for inside director witness and independent director witness (2.6); analyze debtor expert presentations and related materials (3.3); analyze deposition transcripts (2.2).	9.10	5,778.50
11/05/12	SCHULMAN, BRENDAN M.	Email A. Katz and J. Dunlap re expert disclosures (0.2); review email from P. Bentley re proposed responses and objections to document requests and requests (0.4).	0.60	450.00
11/05/12	DUNLAP, JEFFREY	Arrange for court reporters for RMBS depositions (.3); draft emails re: clawback list and analysis of (.4); review expert materials (2.3); revise deposition outline for upcoming RMBS depositions (4.2)	7.20	3,924.00
11/05/12	RINGER, RACHAEL L	E-mails with D. Mannal re: RMBS discovery issues (.2), e-mails with D. Mannal re: discovery letters, e-mails with Committee members re: same (.2), assist with preparation for filing redacted RMBS discovery letter (.7), emails to K. Eckstein and D. Mannal re: open issues (.6).	1.70	926.50
11/05/12	MANNAL, DOUGLAS	Attend status conference on RMBS discovery issues (1.4); revise RMBS memo to UCC (2.1); conf call with P. Bentley, K. Eckstein, J. Trachtman, D. Blabey re hearing prep (.8).	4.30	3,397.00
11/06/12	WEISS, MATTHEW	Update RMBS spreadsheet with results of contract review.	0.40	218.00
11/06/12	ZIEGLER, MATTHEW C	Research application of elevated standard of review to Rule 9019 settlements among insiders (2.8); draft internal memo re: same (0.7).	3.50	1,907.50

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11/06/12	ALMEDA, DOMINADOR E	Emails to L. Pettit re PSAs; pull same and send to L. Pettit.	0.40	118.00
11/06/12	ALLARD, NATHANIEL	Emails w/ S. Zide, D. Blabey, A. Levine re: RMBS documents	0.30	124.50
11/06/12	ROCHON, JENNIFER	Analysis of RMBS confidentiality issues (.1); t/c with A. Katz regarding RMBS confidentiality issues (.1).	0.20	158.00
11/06/12	NEUNDER, LISA	Research re RMBS privilege and discovery issues (2.9); draft summary of same (2.0).	4.90	1,617.00
11/06/12	LEVINE, ADINA C	Review documents in preparation for Ruckdaschel's deposition (11.5); emails to G. Liu re settlement issues (.5).	12.00	8,220.00
11/06/12	KAUFMAN, PHILIP	Continue preparation for depositions (6.1); meeting with K&E and MoFo re outstanding RMBS discovery disputes (3.2); emails with team (A. Levine, A. Katz and P. Bentley) re discovery issues (.5); conferences and emails with Committee members' counsel re discovery issues and depositions (1.2); o/c with D. Mannal re Board presentations (.8).	11.80	11,092.00
11/06/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, D. Blabey, D. Mannal, S. Zide re: RMBS memo (.8); conference call with same re memo (.9); review (.7) and edit (2.0) draft of memo.	4.40	3,916.00
11/06/12	BLABEY, DAVID E	Numerous revisions to RMBS objection memo (4.9); call with P. Bentley, D. Mannal, J. Trachtman and S. Zide re same (.9); discuss facts with A. Katz (.1); continue revising RMBS memo (3.0).	8.90	6,408.00
11/06/12	PHILLIP, RENEE	Pull documents re: J. Ruckdaschel deposition for attorney review.	1.00	295.00
11/06/12	PHILLIP, RENEE	Comparison of FGIC work product for input into settlement chronology.	1.00	295.00
11/06/12	MILLER, ASHLEY S	Draft summary of deposition of K. Chopra (3); prepare list of documents on privilege logs of MoFo and Ally to prep for meet and confer (.5)	3.50	2,082.50

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11/06/12	BENTLEY, PHILIP	Review (1.2) and analysis of (1.2) relevant produced RMBS documents for relevance to issues/objection to RMBS 9019 Motion; review (3.0) and revise (3.7) memo to committee re 9019 motion; T/cs with S. Zide (.4) and L. Parsons (.4) re same. Call with J. Trachtman, D. Blabey, D. Mannal and S. Zide re memo (.9).	10.80	9,342.00
11/06/12	COLEMAN, KRISTEN A	Update Marano deposition outline and binder (4.5); revise outline re same (4.0); analysis of produced documents re: RMBS 9019 settlement (2.3)	10.80	6,858.00
11/06/12	MELLIN, MICHAEL	Draft deposition outline for Ruckdaschel deposition(10.5); review and analysis of documents in preparation for deposition (1.4); draft emails to KL RMBS team re: same (.5).	12.40	7,874.00
11/06/12	STACKPOOLE, ANNE	Organize documents in preparation for A. Levine review.	2.20	649.00
11/06/12	STACKPOOLE, ANNE	Database searches for key word searches in preparation for R. Ringer and A. Levine review.	0.70	206.50
11/06/12	STACKPOOLE, ANNE	Run comparisons of various drafts of waterfall reports.	0.80	236.00
11/06/12	STACKPOOLE, ANNE	Organize RMBS documents in preparation for meet and confer regarding clawback.	2.20	649.00
11/06/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of Ruckdaschel.	2.70	796.50
11/06/12	STACKPOOLE, ANNE	Emails with litigation technology department regarding directives for password protected files and Debtor production.	0.70	206.50
11/06/12	ZIDE, STEPHEN	Call with P. Bentley, D. Blabey, D. Mannal, J. Trachtman re memo (.9); call with P. Bentley re UCC memo (.4); follow up email with D. Blabey re same (.1). Emails to G. Liu re trustee transactions (.7). Email J. Trachtman re write up on severability, legal fees and allocation (.4). Draft facts section for RMBS memo to UCC (2). Revise memo riders for UCC RMBS memo on severability, legal fees and allocation (1.4).	5.90	4,248.00
11/06/12	CAHN, JOSHUA B	Additional research related to RMBS Settlement Analysis (3.2); follow up conference with J. Shifer re research (.4).	3.60	1,584.00

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11/06/12	LIU, GILBERT	Review of severability memorandum (.5) and email correspondence with S. Zide and L. Pettit re same (0.2); email w/R. Ringer and L. Pettit re: monoline claims and transaction structures (0.4); Review of A. Levine emails re settlement issues (0.5)	1.60	1,304.00
11/06/12	YAN, HENRY X	Update Mack and Whitlinger indices and note "PEO" designations and clawbacks	3.10	883.50
11/06/12	YAN, HENRY X	Assemble new Whitlinger and Mack binders, along with select MoFo production documents for attorney review	1.90	541.50
11/06/12	WARSHALL-KATZ, ARIELLE	Prepare for (.5) and attend (5.3) meet & confer at Ally re privilege and clawback issues; multiple discussions with MBIA re clawback documents (.8); t/c's with court reporter re depositions (.8); review memo re RMBS (1.2) and review memo re: PEO issues (2.0); discuss facts with D. Blabey (.1) t/c with J. Rochon re RMBS confi issues (.1).	10.80	7,560.00
11/06/12	SHIFER, JOSEPH A	Emails with S. Zide and P. Bentley re RMBS issues research (.2), follow up conf with J. Cahn re research (.4), research re assumption issues (3.1), numerous revisions to RMBS memo insert (2.8)	6.50	4,355.00
11/06/12	KAEHLER, SARAH E	Email to G. Liu re: PSAs & AAs review.	0.10	54.50
11/06/12	CAHN, JOSHUA B	Research related to issues with RMBS settlement.	3.00	1,320.00
11/06/12	SHAIN, ALIYA	Email correspondence to C. Siegel re: RMBS pleadings (.3); organize and compile same (.4).	0.70	199.50
11/06/12	CHO, DANNIE	Analyze (2.0) and prepare (1.5) potential deposition exhibits for Renzi deposition. Analyze deposition outline and themes for inside director witness and independent director witness (2.0); Analyze debtor produced board presentation materials (2.9).	8.40	5,334.00
11/06/12	DUNLAP, JEFFREY	Review new production for responsive Renzi-related documents (2.9), summarize findings re same (1.0); coordinate tech setup for deposition (.3); organize exhibits for Renzi deposition (1.2).	5.40	2,943.00

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11/06/12	MANNAL, DOUGLAS	Office conference with P. Bentley, D. Blabey, J. Trachtman and S. Zide re RMBS memo to UCC (.7); revise same (1.6); office conference with P. Kaufman re board presentations (.8); email P. Bentley re memo (.2)	3.30	2,607.00
11/06/12	PETTIT, LAURENCE	Review memo on severability (.5); send comments re same to G. Liu and S. Zide (0.4); review notes from M. Hill re RMBS review project (0.3); call with B. O'Neill re waterfalls (.3); send PSAs to Loeb & Loeb with assistance from D. Almeda (0.3); review and comment on email regarding RMBS settlement discussions (0.6); review draft memo to committee regarding 9019 motion (0.5).	2.90	2,436.00
11/07/12	PETTIT, LAURENCE	Calls (.7) and email discussions with (.6) G. Liu regarding severability of reps and warranties given by depositors in PSAs.	1.30	1,092.00
11/07/12	LEVINE, ADINA C	Preparation for Ruckdaschel's deposition (2.5); emails with D. Mannal and K. Eckstein re: Lipps research re: same (.5); draft letter to Judge re: Lipps (.3); further preparation for Ruckdaschel's deposition (1.5); attend portion of Renzi deposition (1.1); draft letter to Judge re: Lipps (.5); continue preparation for Ruckdaschel deposition (2.9); meeting with P. Kaufman, A. Katz, M. Mellin re: depo prep (.5); review potential exhibits for Ruckdaschel deposition (1.3); call with P. Kaufman re: Ruckdaschel deposition outline (1.2); review of same (2.4).	14.70	10,069.50
11/07/12	KAUFMAN, PHILIP	Continue preparation for (2.5) and conduct of deposition of Renzi (5.1); preparation for deposition of Ruckdaschel (1.0); revisions to witness outline for same (1.8); emails with K. Eckstein, D. Mannal, S. Zide, A. Katz and J. Dunlap re discovery issues (.2); emails with Committee members' counsel re depositions, discovery disputes, strategy (1.3). Meet with A. Levine, A. Katz, M. Mellin re deposition prep (.5); call with A. Levine re Ruckdaschel deposition outline (1.2).	13.60	12,784.00
11/07/12	COLEMAN, KRISTEN A	Revise Marano deposition outline (4.3); update same (2.6); revise binders for same (2.0); document analysis for discovery issues (1.5); review rep and warranties presentations (1.9)	12.30	7,810.50

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11/07/12	TRACHTMAN, JEFFREY S.	Emails with D. Blabey, P. Bentley and K. Eckstein (.8) re RMBS claim objection memo; emails with S. Zide and R. Ringer re same (.7); review (1.0) and edit (1.6) RMBS memo.	4.10	3,649.00
11/07/12	BLABEY, DAVID E	Revise RMBS claims objection memo (3.2); discuss same via email with J. Trachtman and D. Mannal (.3); draft portions of same (4.0).	7.50	5,400.00
11/07/12	PHILLIP, RENEE	Prepare (1.7) and organize (.8) documents for review via Concordance re: RMBS Settlement Negotiation chronology	2.50	737.50
11/07/12	PHILLIP, RENEE	Assemble documents and update index re: T. Marano deposition prep.	3.00	885.00
11/07/12	PHILLIP, RENEE	Compile documents and update index re: J. Ruckdaschel deposition.	2.00	590.00
11/07/12	BENTLEY, PHILIP	Confes with D. Mannal and B. Cornell and A. Frankel re expert RMBS analysis (3.2) and emails to K. Eckstein re RMBS issues (.4).	3.60	3,114.00
11/07/12	MELLIN, MICHAEL	Draft deposition outline for Ruckdaschel deposition (6.5); review (3.0) and analysis of (3.5) documents in preparation for deposition; draft emails to P. Kaufman, A. Katz and A. Levine re: same (1); meet with P. Kaufman, A. Katz and A. Levine re depo prep (.5).	14.50	9,207.50
11/07/12	STACKPOOLE, ANNE	Organize hard copy exhibits in preparation for the deposition of Marano (1.8); organize (3.6) and index (3.6) hard copy documents in preparation for the deposition of Ruckdaschel.	9.00	2,655.00
11/07/12	STACKPOOLE, ANNE	Export and distribute document production from Debtors Intralinks repository.	0.80	236.00
11/07/12	STACKPOOLE, ANNE	Compile exhibits in preparation for deposition of Ruckdaschel.	2.50	737.50
11/07/12	STACKPOOLE, ANNE	Key word searches of databases in preparation for deposition of Ruckdaschel.	2.70	796.50
11/07/12	ZIDE, STEPHEN	Emails with P. Bentley re inquiry from Freddie Mac (.2). Review revised memo to UCC on RMBS (1); emails with P. Bentley re same (.1); draft revisions to same (.5); draft section on Ally evidence carve out issue (.5); email with N. Simon re same (.2); email re memo with D. Blabey re same (.1). Attend portion of deposition of M. Renzi (3); call with J. Shifer re RMBS trusts analysis (.3).	5.90	4,248.00

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11/07/12	SIEGEL, CRAIG L	Review (2.0) and analyze (2.8) Whitlinger deposition materials; begin deposition outline (2.3)	7.10	5,289.50
11/07/12	CAHN, JOSHUA B	Research related to analysis of RMBS settlement.	4.50	1,980.00
11/07/12	LIU, GILBERT	Calls (.7) and email discussions (.6) with L. Pettit re: severability issues and reps and warranties claims in PSA transactions.	1.30	1,059.50
11/07/12	YAN, HENRY X	Assist with deposition prep for D. Cho by preparing potential exhibits.	7.00	1,995.00
11/07/12	SHIFER, JOSEPH A	Emails with L. Pettit re RMBS trusts analysis (.4) and follow up conf with S. Zide re same (.3)	0.70	469.00
11/07/12	WARSHALL-KATZ, ARIELLE	Multiple discussions and emails with Kirkland re clawback documents (1.5); discussions (1.0) and emails (.5) with MBIA & FGIC re same; review draft letter to Court re resolution of clawbacks issue (2.0); attend portion of Renzi deposition (2.5); draft memo to Committee re facts and PEO issues (2); discussions with J. Dunlap re Renzi & Cancelliere (1); email to Debtors re Mack deposition (.5); meet with A. Levine, M. Mellin, P. Kaufman re depo prep (.5).	11.50	8,050.00
11/07/12	SHAIN, ALIYA	Prepare documents for deposition of J. Ruckdaschel (1.7)	1.70	484.50
11/07/12	CHO, DANNIE	Analyze (2.0) and prepare (2.5) potential deposition exhibits for Cancelliere deposition; analyze deposition outline and themes for inside director witness and independent director witness (1.0); review debtor productions re relevance to RMBS analysis (2.8)	8.30	5,270.50
11/07/12	DUNLAP, JEFFREY	Attend deposition of M. Renzi (5.1); technical setup for deposition (.3); prepare exhibits for deposition (1.7); create exhibit chart after deposition (.3); draft summary of deposition (.6); discussions with A. Katz re Renzi and Cancelliere depositions (1.0).	9.00	4,905.00
11/07/12	RINGER, RACHAEL L	Revise e-mail re: RMBS objection issues (.4), draft e-mail to Committee members re: same (.2), further revise memo (.3), e-mails with P. Bentley, J. Trachtman and D. Mannal re: same (.4)	1.30	708.50

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11/07/12	MANNAL, DOUGLAS	Attend conferences with P. Bentley and RMBS experts re RMBS analysis (3.2); review memo re analysis of 9019 motion (2.4).	5.60	4,424.00
11/07/12	BENTLEY, PHILIP	Draft memo to committee re RMBS 9019 motion (6.0) review research re same (3.0); revise same (2.7).	11.70	10,120.50
11/08/12	COLEMAN, KRISTEN A	Edit Marano deposition outline and binder (4.5); review index re exhibits for same (.9); meeting with M. Mellin and A. Katz re: technical issues and deposition planning (1.1); Meeting with A. Levine re: Marano outline (.3); call with A. Stackpoole re: exhibits (.9); review examiner binder for P. Kaufman (1.3)	9.00	5,715.00
11/08/12	BLABEY, DAVID E	Research on arm's length transactions (.7); discuss RMBS pleadings with K. Eckstein (.4).	1.10	792.00
11/08/12	O'NEILL, P. BRADLEY	Review memo re RMBS (1.2); email D. Mannal re meeting (.2); review case law re RMBS (.4)	1.80	1,422.00
11/08/12	PETTIT, LAURENCE	Review memo to committee re RMBS analysis (0.5), review questions and answers on RMBS review (0.7), exchange emails with G. Liu and P. Bentley re: results of review (0.3).	1.50	1,260.00
11/08/12	LEVINE, ADINA C	Preparation for Ruckdaschel deposition (1.5); attend Ruckdaschel deposition (5.2); e-mails with P. Bentley re: Lipps issue (.5); conversation with P. Kaufman re: Ruckdaschel deposition (.5); conversation with A. Katz re: clawback (.5); meeting with K. Coleman re: Marano outline (.3); conversation with P. Bentley re: Lipps privilege waiver issue (.5); e-mails to S. Kagan and S. Gribbon re: meeting (.3); meeting with S. Kagan and S. Gribbon re: upcoming depositions and prep (.9); summarize Ruckdaschel outline (.4).	10.60	7,261.00
11/08/12	PHILLIP, RENEE	Create index of relevant documents for T. Marano deposition.	1.50	442.50
11/08/12	PHILLIP, RENEE	Update binders and index for T. Marano deposition materials	0.30	88.50
11/08/12	KAGAN, SAMANTHA M	Attend meeting with S. Gribbon and A. Levine regarding upcoming depositions and prep.	0.90	373.50
11/08/12	GRIBBON, SARA B	Attend meeting with A. Levine and S. Kagan to discuss upcoming depositions and preparation of deposition digests.	0.90	373.50

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11/08/12	BENTLEY, PHILIP	Analysis of RMBS documents for depositions (2.0), and confer with G. Horowitz re approach to expert depositions (1.0); analyze Lipps privilege issue (0.4), and discs P. Kaufman (0.5) and A. Levine (0.5) re same	4.40	3,806.00
11/08/12	KAUFMAN, PHILIP	Review transcripts of RMBS depositions (1.7); discussion with P. Bentley re privilege waiver issue (.5); conversation with A. Levine re Ruckdaschel deposition (.5); discussion with A. Katz re case/clawback issues (.7); preparation for upcoming depositions, including Mack (2.0), Smith (3.1) and Whitlinger (1.7). Further analyze RMBS deposition transcripts (1.4).	11.60	10,904.00
11/08/12	TRACHTMAN, JEFFREY S.	Review final RMBS memo to Committee (1.7); emails with K. Eckstein, D. Blabey, P. Bentley re: RMBS objection (1.5).	3.20	2,848.00
11/08/12	MELLIN, MICHAEL	Prepare for (1.8) and attend (5.2) Ruckdaschel deposition; analysis of documents for upcoming depositions (5.6); draft deposition outline for RMBS depo (3.2); meet with K. Coleman and A. Katz re tech issues and deposition planning (1.1).	16.90	10,731.50
11/08/12	ECKSTEIN, KENNETH H.	C/w D. Blabey re RMBS pleadings (.4)	0.40	396.00
11/08/12	SCHULMAN, BRENDAN M.	Email A. Katz and J. Dunlap re RMBS experts.	0.10	75.00
11/08/12	STACKPOOLE, ANNE	Emails with litigation technology in preparation for imports of Debtor productions and legal technology set up for deposition.	1.70	501.50
11/08/12	STACKPOOLE, ANNE	Organize exhibits during deposition of Ruckdaschel (3.4); call with K. Coleman re exhibits re same (.9).	4.30	1,268.50
11/08/12	ZIDE, STEPHEN	Emails with D. Mannal re depositions.	0.10	72.00
11/08/12	SIEGEL, CRAIG L	Analyze Whitlinger documents to prepare for deposition	2.40	1,788.00
11/08/12	HOROWITZ, GREGORY A.	Confer w/ P. Bentley re approach to expert depositions (1.0)	1.00	865.00
11/08/12	LIU, GILBERT	Review of RMBS transactions for objection memorandum (0.9); Emails to L. Pettit and P. Bentley re: review project results (0.3).	1.20	978.00
11/08/12	YAN, HENRY X	Prep Marano deposition binder (2.0); prepare potential exhibits (2.5); create index for same (.6).	5.10	1,453.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	WARSHALL-KATZ, ARIELLE	Attend Ruckdaschel deposition (2.5); meet with M. Mellin and K. Coleman re depositions and tech planning (1.1); discussions with J. Dunlap re Cancelliere docs (.8); discussions with A. Levine re clawback issues (.5); discussions with P. Kaufman re same (.7); review (.6) and analysis of (3.0) Ally revised clawback list.	9.20	6,440.00
11/08/12	CHO, DANNIE	Analyze (3.0) and prepare (1.7) potential deposition exhibits for Mack deposition. Analyze deposition outline and themes for independent director witness (2.0); analyze clawback issues (0.6); analyze debtor productions re: proposed RMBS settlement (2.5).	9.80	6,223.00
11/08/12	DUNLAP, JEFFREY	Draft deposition summary (1.1); revise Cancelliere deposition outline (2.1); discussions with A. Katz re Cancelliere docs (.8).	4.00	2,180.00
11/08/12	ECKSTEIN, KENNETH H.	Draft and send email to D. Mannal re prep for meeting with G. Lee re RMBS (.4).	0.40	396.00
11/09/12	NEUNDER, LISA	Conduct research concerning privilege waiver (4.0), shepardize cases (.5) and draft outline of results (1.7).	6.20	2,046.00
11/09/12	BLABEY, DAVID E	Call with P. Bentley to discuss objection to RMBS settlement motion.	1.40	1,008.00
11/09/12	PETTIT, LAURENCE	Conference call with P. Bentley and RMBS experts regarding underwriting guidelines (2.1); discussions with G. Liu regarding RMBS review project (0.3).	2.40	2,016.00
11/09/12	ROCHON, JENNIFER	Analysis of RMBS settlement memo and submissions to Examiner.	1.20	948.00
11/09/12	PHILLIP, RENEE	Compile relevant documents re: T. Hamzehpour deposition.	3.00	885.00
11/09/12	PHILLIP, RENEE	Update binder and index for attorney review in preparation for J. Mack deposition.	1.00	295.00
11/09/12	PHILLIP, RENEE	Assemble documents re: Lipps Sillman index.	3.00	885.00
11/09/12	PHILLIP, RENEE	Update index of Lipps Sillman documents.	3.00	885.00

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11/09/12	BENTLEY, PHILIP	Draft objection to RMBS 9019 motion (2.9); review same (1.1); review expert reports (1.0); call with D. Blabey re RMBS settlement motion (1.4) and email to K. Eckstein re same (.3); discs with L. Pettit and experts re underwriting guidelines (2.1); t/c with A. Katz re expert disclosures (.6).	9.40	8,131.00
11/09/12	KAUFMAN, PHILIP	Preparation for upcoming depositions, including Marano (4.0), Hamzehpour (3.5), and Devine (3.2); e-mails with Committee members' counsel re: deposition strategy (.7); t/c with A. Katz re Marano depositions (.5).	11.90	11,186.00
11/09/12	TRACHTMAN, JEFFREY S.	Further revise RMBS discovery objection (1.3); draft expert declaration re: same (1.8).	3.10	2,759.00
11/09/12	COLEMAN, KRISTEN A	Review Ruckdaschel transcript (1.1), call with M. Mellin re: HoldCo election (.9), review clawback list (.3), update (2.0) and revise (2.0) Marano deposition outline; technology meeting re: setup and prep for Marano deposition (1.5), call with A. Katz re: interview memo (.5).	8.30	5,270.50
11/09/12	MELLIN, MICHAEL	Review (6.0) and analysis of (6.5) documents in preparation for Hamzehpour and Devine depositions; draft emails to KL internal team re: same (.7); draft (1.6) and revise (2.5) deposition outline; call with K. Coleman re HoldCo election (.9).	18.20	11,557.00
11/09/12	LEVINE, ADINA C	Review of Ruckdaschel depositions (2.0); t/c with A. Katz re case update (.5).	2.50	1,712.50
11/09/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of T. Hamzehpour (4.6); update index for same (.5).	5.10	1,504.50
11/09/12	STACKPOOLE, ANNE	Analysis of revised clawback lists from Ally and Debtors.	2.40	708.00
11/09/12	STACKPOOLE, ANNE	Create binder of documents for P. Kaufman in preparation for T. Hamzehpour deposition.	1.50	442.50
11/09/12	SIEGEL, CRAIG L	Review (.5) and analyze (.6) Whitlinger documents to prepare for deposition	1.10	819.50
11/09/12	MILLER, ASHLEY S	Review (2.0) and analyze (1.5) deposition transcripts of Renzi and Ruckdaschel.	3.50	2,082.50
11/09/12	CAHN, JOSHUA B	Research re issues with RMBS settlement.	4.60	2,024.00

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11/09/12	LIU, GILBERT	Confer w/L. Pettit re: RMBS review project (0.3); Continue review of PSAs and AAs and Indenture Transactions for document review project (2.8)	3.10	2,526.50
11/09/12	WARSHALL-KATZ, ARIELLE	T/c with P. Bentley re expert disclosures (.6); review (2.9) and analysis of (.5) Cancelliere emails; review (.2) and analysis of (.6) debtors clawback request; t/cs with A. Levine re case update (.5); t/c with P. Kaufman re Marano deposition (.5); multiple discussions with MBIA and FGIC re clawbacks (1.2); emails with Kirkland re revised clawback list (.5); call with K. Coleman re interview memo (.5).	8.00	5,600.00
11/09/12	CHO, DANNIE	Analyze clawback issues (0.8); analyze debtor productions re: RMBS settlement (3.4); analyze potential deposition exhibits (2.3); analyze deposition outline and themes for inside director witness and independent director witness (2.2).	8.70	5,524.50
11/09/12	KAehler, SARAH E	Emails to A. Katz re: PSA and AA review.	0.10	54.50
11/09/12	DUNLAP, JEFFREY	Collect expert materials (1.2); edit expert materials index (1.2); draft deposition outline (5.2).	7.60	4,142.00
11/09/12	ECKSTEIN, KENNETH H.	Meet with G. Lee re RMBS issues (1.5).	1.50	1,485.00
11/10/12	GRIBBON, SARA B	Review Rule 9019 Motion memorandum.	0.40	166.00
11/10/12	BENTLEY, PHILIP	Revise outlines for RMBS Objection (1.0); revise outline for Lipps deposition (2.3) and Sillman depositions (1.4); emails with S. Zide re RMBS objection (.4).	5.10	4,411.50
11/10/12	WEISS, MATTHEW	Review RMBS Agreements to update Trusts spreadsheet with additional questions.	2.30	1,253.50
11/10/12	PETTIT, LAURENCE	Review numerous PSAs and AAs from trusts covered by the proposed RMBS Settlement Agreement (2.3); update spreadsheet re: same (1.0); emails to G. Liu re RMBS review project (.4).	3.70	3,108.00
11/10/12	KAUFMAN, PHILIP	Telephone conferences and e-mails with Committee members' counsel re: deposition strategy (.8); e-mails with P. Bryan re: scheduling issues (.6); call with K. Coleman re Marano deposition prep (.5).	1.90	1,786.00
11/10/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, D. Blabey re RMBS brief (.4); review outlines and material for RMBS brief (.5).	0.90	801.00

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11/10/12	COLEMAN, KRISTEN A	Review documents in preparation for T. Marano (2.5), call with P. Kaufman re: same (.5).	3.00	1,905.00
11/10/12	MELLIN, MICHAEL	Draft deposition outline for Hamzehpour deposition (4.9); review documents in preparation for same (3.5); analyze produced documents re RMBS 9019 motion (3.5).	11.90	7,556.50
11/10/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for Marano deposition.	2.20	649.00
11/10/12	ZIDE, STEPHEN	Emails with P. Bentley re RMBS objection.	0.40	288.00
11/10/12	LIU, GILBERT	Respond to emails from L. Pettit re: RMBS document review project.	0.40	326.00
11/10/12	CHO, DANNIE	Analyze debtor productions re: RMBS motion (1.5); analyze deposition outline themes for Marano deposition (2.3); review potential exhibits for same (2.3).	6.10	3,873.50
11/10/12	DUNLAP, JEFFREY	Email to P. Bentley re: expert deposition prep.	0.20	109.00
11/10/12	KAUFMAN, PHILIP	Review documents in preparation for deposition of T. Marano (5.0); revise deposition outline re same (5.5).	10.50	9,870.00
11/11/12	BLABEY, DAVID E	Research 9019 standards (2.8) and draft section of objection dealing with same (2.5).	5.30	3,816.00
11/11/12	KAGAN, SAMANTHA M	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement	2.50	1,037.50
11/11/12	BLABEY, DAVID E	Call with P. Bentley and J. Trachtman re draft objection to RMBS settlement motion (.9); follow-up emails re same (.1).	1.00	720.00
11/11/12	GRIBBON, SARA B	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement.	0.50	207.50
11/11/12	BENTLEY, PHILIP	Review outlines for RMBS Objection (2.0) and for Lipps (1.5) and Sillman depositions (1.9)), and conf call with J. Trachtman and D. Blabey re RMBS brief (.9)	6.30	5,449.50
11/11/12	WEISS, MATTHEW	Reviewing RMBS Agreements to update Trusts spreadsheet with additional questions.	1.20	654.00

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11/11/12	KAUFMAN, PHILIP	Continue preparation for deposition of T. Marano (5.0); begin preparation for deposition of T. Hamzehpour (5.3); e-mails with Committee members' counsel re: strategic issues: same (1.2); e-mails with P. Bryan re: Devine deposition (.4); emails to M. Mellin re deposition (.3); emails to A. Katz re 9019 deposition schedule (.5).	12.70	11,938.00
11/11/12	TRACHTMAN, JEFFREY S.	Telephone calls with P. Bentley, D. Blabey re RMBS brief.	0.90	801.00
11/11/12	COLEMAN, KRISTEN A	Review of exhibits for Marano deposition (3.1); coordinate same with A. Stackpoole (2.0).	5.10	3,238.50
11/11/12	MELLIN, MICHAEL	Analysis of RMBS documents in preparation for Hamzehpour deposition (8.1); draft emails to P. Kaufman re: same (.2).	8.30	5,270.50
11/11/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of Marano (2.0); coordinate same with K. Coleman (2.0).	4.00	1,180.00
11/11/12	WARSHALL-KATZ, ARIELLE	Review documents in preparation for Cancelliere deposition (3.7); emails with MBIA & FGIC re 9019 deposition schedule (.5).	4.20	2,940.00
11/11/12	CHO, DANNIE	Analyze (2.4) and prepare (2.5) RMBS deposition outline themes and potential exhibits for Marano deposition; analyze debtor productions and clawback/confidentiality stipulation related documents (1.4).	6.30	4,000.50
11/11/12	DUNLAP, JEFFREY	Review docs for Cancelliere depo outline (1.0); revise same (2.8).	3.80	2,071.00
11/12/12	PHILLIP, RENEE	Update binder (2.0) and index (1.0) with relevant documents re: J. Whitlinger deposition.	3.00	885.00
11/12/12	PHILLIP, RENEE	Update database of J. Whitlinger deposition materials.	2.00	590.00
11/12/12	PHILLIP, RENEE	Assemble relevant documents in preparation for J. Mack deposition.	1.00	295.00
11/12/12	KAGAN, SAMANTHA M	Attend and observe deposition of T. Marano (5.0).	5.00	2,075.00
11/12/12	KAGAN, SAMANTHA M	Emails with A. Levine regarding and planning for deposition digests (.1); Meeting with S. Gribbon re: structure of deposition digests (.3); Examine previous depositions re: key players (.2)	0.60	249.00

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11/12/12	GRIBBON, SARA B	Attend portion of Marano deposition.	5.00	2,075.00
11/12/12	GRIBBON, SARA B	Meeting with S. Kagan to discuss deposition digests (.3), review Renzi deposition transcript (.4), summarize same (3.6)	4.30	1,784.50
11/12/12	BENTLEY, PHILIP	Draft RMBS Objection (4.0); prepare for Lipps (1.3) and Sillman (1.3) depositions; mark exhibits for same (2.0) meeting with committee members re: same (3.3) and G. Horowitz (1.3) re same.	13.20	11,418.00
11/12/12	PETTIT, LAURENCE	Additional review of numerous PSAs and AAs re: RMBS Settlement Agreements (3.0); review spreadsheet summarizing same (2.0); draft emails to S. Zide and P. Bentley regarding results (0.6).	5.60	4,704.00
11/12/12	KAUFMAN, PHILIP	Final preparation for (3.4) and conduct portion of deposition of T. Marano (5.0); meet with J. Trachtman re: RMBS brief (1.7); continued preparation for deposition of Hamzehpour (3.4); e-mails with P. Bryan and K. Patrick re: Devine deposition (.3)	13.80	12,972.00
11/12/12	TRACHTMAN, JEFFREY S.	Meet with P. Kaufman re RMBS brief issues and expert issues (1.7); review expert materials and outlines re: RMBS (.8).	2.50	2,225.00
11/12/12	ZIDE, STEPHEN	Call with Freddie Mac re RMBS issues (.3)	0.30	216.00
11/12/12	ROCHON, JENNIFER	Emails w/S. Ford and A. Katz regarding documents used in Marano deposition (.3); emails with N. Simon regarding use of Marano interview memo (.4); meet w/K. Eckstein re: Marano deposition (.7)	1.40	1,106.00
11/12/12	MILLER, ASHLEY S	Attend deposition of T. Marano (5.0).	5.00	2,975.00
11/12/12	COLEMAN, KRISTEN A	Prepare for T. Marano deposition (1.9); attend portion of Marano deposition (7.7); follow-up with A. Katz, court reporter after deposition re: logistics (.9)	10.50	6,667.50
11/12/12	MELLIN, MICHAEL	Analyze documents in preparation for Marano deposition (12.5); draft emails to K. Coleman re: same (.3).	12.80	8,128.00
11/12/12	LEVINE, ADINA C	Attend portion of Marano deposition (7.7); review of Ruckdaschel transcript (.6); emails with A. Katz re: next steps, emails with K. Coleman re: same (.2), e-mails from D. Mannal, K. Coleman and A. Katz re: Marano deposition (.4)	8.90	6,096.50

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11/12/12	SCHULMAN, BRENDAN M.	Email from P. Bentley re expert disclosures.	0.10	75.00
11/12/12	BLABEY, DAVID E	Draft objection to RMBS trust settlement.	9.80	7,056.00
11/12/12	STACKPOOLE, ANNE	Prepare for deposition of Marano.	3.20	944.00
11/12/12	STACKPOOLE, ANNE	Organize documents for C. Siegel in preparation for deposition of Whitlinger.	3.70	1,091.50
11/12/12	STACKPOOLE, ANNE	Organize deposition exhibits in preparation for distribution to third-parties.	0.80	236.00
11/12/12	STACKPOOLE, ANNE	Communications with litigation technology department regarding import of Ally document productions.	0.40	118.00
11/12/12	STACKPOOLE, ANNE	Review document production of deposition transcripts and exhibits.	1.20	354.00
11/12/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of T. Hamzehpour.	2.80	826.00
11/12/12	SIEGEL, CRAIG L	Read (3.1) and analyze (1.0) Whitlinger documents and prepare for deposition, including by drafting outline.	4.10	3,054.50
11/12/12	HOROWITZ, GREGORY A.	Review Sillman reports (1.8); meet with P. Bentley re Sillman deposition approaches (1.3); expert meeting with Committee professionals, J. Dunlap and D. Mannal re: deposition approaches (3.1).	6.20	5,363.00
11/12/12	LIU, GILBERT	Review of Marano deposition transcript (.5) and AFI 10Q (1.0); emails w/ L. Pettit and A. Levine re review of 10Q and audit committee report (0.5); Review of L. Pettit correspondence regarding results of RMBS document review (0.4); Review of L. Pettit responses re: wrapped transactions (0.1).	1.80	1,467.00
11/12/12	CAHN, JOSHUA B	Research re: issues with RMBS settlement.	3.80	1,672.00
11/12/12	CAHN, JOSHUA B	Additional research re: RMBS settlement.	2.20	968.00
11/12/12	WARSHALL-KATZ, ARIELLE	Assist with prep for Marano depositions (3); analysis of Marano deposition transcript (2.9); review Cancelliere documents in preparation for Cancelliere deposition (4); calls with K. Coleman re: Marano deposition (.9)	10.80	7,560.00
11/12/12	KAehler, SARAH E	Review PSAs & AAs for provisions (2.0); revise chart re: same (.4).	2.40	1,308.00

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11/12/12	CHO, DANNIE	Analyze potential deposition exhibits for Sillman declaration (5.7); analyze deposition outline and themes (4.5); analyze debtor documents and public SEC filings in preparation for same (4.2).	14.40	9,144.00
11/12/12	DUNLAP, JEFFREY	Meeting re: expert reports with G. Horowitz and D. Mannal (3.1); emails to P. Bentley gathering requested documents for Sillman deposition (.4); revised Cancelliere deposition outline (4.7)	8.20	4,469.00
11/12/12	MANNAL, DOUGLAS	Conference with K. Eckstein and J. Rochon re Marano deposition (.9); meet with G. Horowitz and J. Dunlap re: deposition approaches (3.1)	4.00	3,160.00
11/12/12	ECKSTEIN, KENNETH H.	Meet with J. Rochon re Marano deposition, document and privilege issues (.7); review documents re: same (.8); meet with Kathy Patrick re RMBS and plan issues (1.4)	2.90	2,871.00
11/13/12	GRIBBON, SARA B	Attended and took notes at Hamzehpour deposition.	3.50	1,452.50
11/13/12	NEUNDER, LISA	Research concerning notice requirements	4.90	1,617.00
11/13/12	GRIBBON, SARA B	Draft Renzi deposition summary.	1.20	498.00
11/13/12	GRIBBON, SARA B	Draft deposition digest of Hamzehpour deposition (6.4), e-mails to A. Levine and S. Kagan re: same (.5)	6.90	2,863.50
11/13/12	ALLARD, NATHANIEL	Organize and distribute filed expert reports.	0.20	83.00
11/13/12	KAGAN, SAMANTHA M	Review Hamzehpour deposition transcript (3.2); begin drafting deposition digest of T. Marano (3.3).	6.50	2,697.50
11/13/12	KAGAN, SAMANTHA M	Further revise Marano deposition digest.	2.50	1,037.50
11/13/12	KAGAN, SAMANTHA M	Emails with A. Levine regarding Marano deposition digest.	0.10	41.50
11/13/12	KAGAN, SAMANTHA M	Review Marano deposition transcript for key points (.7); draft short memo re: findings (.9).	1.60	664.00

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11/13/12	PETTIT, LAURENCE	Review Marano deposition testimony per request of A. Levine (2.3); review AFI public SEC filings (1.7) and ResCap documents (1.0) re RMBS liability; emails with R. Ringer regarding certain insured transactions (0.2); respond to question from J. Shifer regarding severability issues (0.1); continue review of RMBS documents for purposes of survey of key points and compilation of answers (2.7); email to A. Frankel and R. Epstein regarding research into RMBS data (0.1).	8.10	6,804.00
11/13/12	ROCHON, JENNIFER	Emails w/A. Katz regarding RMBS deposition issues.	0.40	316.00
11/13/12	MILLER, ASHLEY S	Revise summary of Puntus deposition (2.4); edit summary of deposition of K.Chopra (0.5); review production received from Morrison Foerster re: RMBS issues (3)	5.90	3,510.50
11/13/12	MELLIN, MICHAEL	Prepare (.4) for and attend (5.0) Hamzhepour deposition; review documents in preparation for deposition (6.5)	11.90	7,556.50
11/13/12	LEVINE, ADINA C	Attend portion of Hamzhepour deposition (3.6); e-mail to K. Eckstein, P. Bentley, D. Mannal re: Hamzhepour deposition (.3); emails with P. Kaufman and A. Katz re: Hamzhepour deposition and Devine deposition (.3); draft summary of Ruckdaschel deposition (2.7); emails with K. Coleman re Marano summary, emails with A. Katz re: same, e-mails with C. Siegel re: same, e-mails with S. Kagan and S. Gribbon re: deposition digests (.5); draft response to Debtors Request for Production (1.9); e-mail to S. Kagan re: Marano summary (.5)	9.80	6,713.00
11/13/12	SCHULMAN, BRENDAN M.	Emails with A. Levine re proposed response to document requests (0.4); email P. Bentley re strategy for expert disclosures and productions (0.4); review draft responses and objections from A. Levine (0.4).	1.20	900.00
11/13/12	BLABEY, DAVID E	Continue drafting of objection to RMBS trust settlement.	8.00	5,760.00

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11/13/12	KAUFMAN, PHILIP	Final preparation for (2.3) and conduct of deposition of T. Hamzehpour (4.2); preparation for deposition of upcoming Cancelliere deposition (3.5); conferences and e-mails with Committee members' counsel re: depositions and strategy (1.5); meet with C. Siegel re: Whitlinger deposition (.9).	12.50	11,750.00
11/13/12	TRACHTMAN, JEFFREY S.	E-mails w/ P. Bentley, D. Blabey, K. Eckstein, L. Pettit re: RMBS legal and factual issues (.4), draft brief re: same (1.4); review RMBS expert materials and memos (1.2).	2.60	2,314.00
11/13/12	COLEMAN, KRISTEN A	Review Marano transcript (3.9); draft summary of Marano deposition for Committee (3.5); engage in document review for Marano deposition (1.4); numerous emails to C. Siegel re: Whitlinger deposition (.5)	9.30	5,905.50
11/13/12	BENTLEY, PHILIP	Prep for upcoming Cancelliere deposition (4.2); further revise RMBS objection (4.4).	8.60	7,439.00
11/13/12	SIEGEL, CRAIG L	Analyze Whitlinger deposition documents (5.4); prepare for Cancelliere deposition (3.2), draft deposition outline for same (4.6); met w/ P. Kaufman to plan Whitlinger deposition (.9)	14.10	10,504.50
11/13/12	REID, DENISE L	Pull requested documents in preparation for Cancelliere deposition.	1.00	295.00
11/13/12	PHILLIP, RENEE	Prepare exhibits for J. Mack deposition.	3.00	885.00
11/13/12	PHILLIP, RENEE	Create reference list of exhibits used in all depositions re: ResCap settlement	2.00	590.00
11/13/12	PHILLIP, RENEE	Update master binder containing hard copies of all exhibits used in depositions re: ResCap settlement.	2.00	590.00
11/13/12	STACKPOOLE, ANNE	Organize documents in preparation for Hamzehpour deposition (1.8); organize and distribute exhibits after deposition (1.0).	2.80	826.00
11/13/12	STACKPOOLE, ANNE	Organize documents in preparation for the deposition of Whitlinger.	6.00	1,770.00
11/13/12	STACKPOOLE, ANNE	Organize documents in preparation for the Mack deposition.	3.60	1,062.00
11/13/12	STACKPOOLE, ANNE	Communications with litigation technology department regarding Debtor document productions.	0.70	206.50

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11/13/12	LIU, GILBERT	Review of Marano deposition transcript (.5) and AFI public SEC filings (1.0); emails w/L. Pettit and A. Levine re review of same (0.5); Review of L. Pettit correspondence regarding results of RMBS document review (0.4); Review of L. Pettit responses re: wrapped transactions (0.1).	2.50	2,037.50
11/13/12	CAHN, JOSHUA B	Research related to classification of claims.	3.20	1,408.00
11/13/12	CAHN, JOSHUA B	Additional research related to classification of claims.	5.00	2,200.00
11/13/12	WARSHALL-KATZ, ARIELLE	Review exhibits for Cancelliere deposition (12); review Mack deposition digest (1.2); emails with P. Kaufman and A. Levine re depositions (.4); discussions with MBIA re Cancelliere deposition (.6).	14.20	9,940.00
11/13/12	CHO, DANNIE	Analyze potential deposition exhibits for Cancelliere deposition (6.4); analyze deposition outline and themes for inside director witness and independent director witness (5.3); analyze debtor produced documents and SEC filings in preparation for Cancelliere deposition (3.5).	15.20	9,652.00
11/13/12	SHIFER, JOSEPH A	Review analysis of trust documents (.6), and draft lengthy email to G. Liu, L. Pettit, and P. Bentley re same (.4)	1.00	670.00
11/13/12	DUNLAP, JEFFREY	Revise Cancelliere deposition outline (4.1); call with D. Mannal re: same(.7); emails w/ A. Katz, Cadwalader re: Cancelliere deposition (.3); email to P. Bentley re: Ruckdaschel testimony (.4); reviewed materials in preparation for Cancelliere exhibits (2.9)	8.40	4,578.00
11/13/12	MANNAL, DOUGLAS	Revise RMBS Objection.	2.50	1,975.00
11/14/12	DE CHACON, RACHAEL N	Met with L. Pettit, Y. Steiner, and J. Li regarding key issues in the RMBS documents (3.4); review and analyze relevant documents produced in 9019 discovery for relevance to potential objection to RMBS 9019 Motion (4.9)	8.30	3,444.50
11/14/12	NEUNDER, LISA	Conducted research re: classification of claims.	1.00	330.00
11/14/12	GRIBBON, SARA B	Prepare for (1.0) and attend portion of Cancelliere deposition (3.6).	4.60	1,909.00
11/14/12	GRIBBON, SARA B	Revise deposition summary of Hamzehpour deposition.	3.60	1,494.00

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11/14/12	GRIBBON, SARA B	Reviewed Renzi deposition (.5) and draft Renzi deposition digest (3.1)	3.60	1,494.00
11/14/12	GRIBBON, SARA B	Phone calls with S. Kagan re: Mack deposition (.3); emails with A. Levine (.1) re: deposition digests and upcoming depositions.	0.40	166.00
11/14/12	MELLIN, MICHAEL	Review documents in preparation for Cancelliere deposition (5.8); draft emails re: same (.6); draft deposition outline (7.1).	13.50	8,572.50
11/14/12	KAGAN, SAMANTHA M	Attended deposition of J.Mack	3.80	1,577.00
11/14/12	KAGAN, SAMANTHA M	Draft deposition digest of Mack deposition (3.5); draft memo summarizing key points re: same (3.0).	6.50	2,697.50
11/14/12	KAGAN, SAMANTHA M	E-mail and Phone Calls with S. Gribbon regarding deposition digests of J. Mack and T. Hamzehpour	0.30	124.50
11/14/12	LI, JENNIFER W	Meet with L. Pettit, Y. Steiner and R. de Chacon to discuss key issues in RMBS documents (3.4); analyze underlying documentation in RMBS transactions for key provisions (5.8).	9.20	3,818.00
11/14/12	STEINER, Yael M	Meet with L. Pettit, J. Li, R. de Chacon regarding key issues in the RMBS documents (3.4); Reviewed RMBS documents in order to analyze putback liability (2.7)	6.10	2,531.50
11/14/12	MILLER, ASHLEY S	Review production received from Morrison Foerster re: RMBS settlement issues.	2.50	1,487.50
11/14/12	LEVINE, ADINA C	E-mail from P. Kaufman, K. Eckstein and J. Trachtman re: Mack deposition (.2); attend Mack deposition (3.5); emails with C. Siegel re: Mack deposition (.5); draft spoliation letter re: Mack deposition (.5); meeting with P. Laurence re: Mack deposition (.5); attend Cancelliere deposition (4); conversation with P. Kaufman re: Cancelliere deposition (.5)	9.70	6,644.50

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11/14/12	PETTIT, LAURENCE	Meet with J. Li, Y. Steiner, and R. de Chacon regarding key issues in the RMBS documents (3.4); continue review of additional Indenture style transactions as part of the RMBS document review (1.2); review putback obligation language from the RMBS transactions (.7); emails to and from A. Frankel regarding re-underwriting (0.1); discuss Mack deposition with A. Levine (.5); discuss Cancelliere deposition with A. Levine (.5).	6.40	5,376.00
11/14/12	SCHULMAN, BRENDAN M.	Call from A. Levine re preservation and search for Mack emails (0.4); review undertakings re same (0.2); revise draft letter to J. Levitt re Mack emails (0.2); emails with P. Kaufman, C. Siegel, A. Levine and K. Eckstein re Mack testimony (0.3); draft responses and objections re: same (1.0) review authorities re bankruptcy preservation (0.4)	2.50	1,875.00
11/14/12	BLABEY, DAVID E	Draft objection to RMBS trust settlement.	10.00	7,200.00
11/14/12	KAUFMAN, PHILIP	Prepare for (2.0) and conduct of deposition of J. Mack (2.6); preparation for upcoming depositions (4.7); conferences with J. Trachtman and P. Bentley re: RMBS Objection (2.2); conferences and e-mails with Committee members' counsel re: depositions and strategy (.8)	12.30	11,562.00
11/14/12	TRACHTMAN, JEFFREY S.	Attend portion of conference with P. Kaufman and P. Bentley re: RMBS Objection.	1.40	1,246.00
11/14/12	BENTLEY, PHILIP	Conference with P. Kaufman and J. Trachtman re: RMBS objection (2.2); Prep for upcoming expert depositions (2.4); revise RMBS Objection (5.3).	9.90	8,563.50
11/14/12	SIEGEL, CRAIG L	Review (3.0) and analyze (4.5) Whitlinger documents; prepare exhibits for same (5.4); prepare outline for same (2.4); discussion with A. Katz re: Whitlinger deposition (.5)	15.80	11,771.00
11/14/12	PHILLIP, RENEE	Compile binders of relevant documents for T. Devine deposition.	3.00	885.00
11/14/12	PHILLIP, RENEE	Update binders containing materials for T. Devine deposition.	3.00	885.00
11/14/12	PHILLIP, RENEE	Update index of documents for T. Devine deposition.	3.00	885.00

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11/14/12	PHILLIP, RENEE	Cross-check new materials with deposition exhibit list and create digital files and hard copies for each.	3.00	885.00
11/14/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of Whitlinger (7.2); review proposed exhibits for clawback and prior admitted exhibits (.6).	7.80	2,301.00
11/14/12	STACKPOOLE, ANNE	Organize documents for A. Levine in preparation for meeting with joint defense counsel.	1.40	413.00
11/14/12	STACKPOOLE, ANNE	Communications with technical support for purposes of adjustments to technical set up during deposition.	0.80	236.00
11/14/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of J. Cancelliere.	3.80	1,121.00
11/14/12	STACKPOOLE, ANNE	Update admitted deposition exhibit index and distribute to joint defense(.7); scanning of exhibits in preparation for distribution (.5)	1.20	354.00
11/14/12	LIU, GILBERT	Meet with A. Katz re: document review project (0.9); Review of PSAs and Indentures for document review project and record results (1.4)	2.30	1,874.50
11/14/12	WARSHALL-KATZ, ARIELLE	Prepare for (1.2) and take deposition of J. Cancelliere (6.2); Mack deposition and setup (1); multiple emails with A. Levine, P. Bentley, J. Dunlap, P. Kaufman re depositions (.3); discussion with C. Siegel re Whitlinger deposition (.5); multiple emails with K. Coleman re deposition updates and exhibit confidentiality issues (.6); meet with G. Liu re: document review project (.9)	10.70	7,490.00
11/14/12	COLEMAN, KRISTEN A	Multiple emails with C. Siegel and inquiries re: Whitlinger deposition (.5); review documents for email discussed in Mack deposition for A. Levine (2.5); review Mack exhibits (.9); review documents for additional emails requested by A. Levine (2.1); update Smith binder for P. Kaufman (1.2)	7.20	4,572.00
11/14/12	CHO, DANNIE	Analyze deposition exhibits and outline for independent director witness (2.2); set-up and second-seat deposition of J. Whitlinger (4.1); analyze potential deposition exhibits (4.4) and analyze deposition outline and themes for inside director witness (4.0).	14.70	9,334.50

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11/14/12	SHIFER, JOSEPH A	Draft riders to objection re claim allocation and severability (4.6)	4.60	3,082.00
11/14/12	DUNLAP, JEFFREY	Attended Cancelliere deposition (4.6); drafted summary of Cancelliere deposition (1.8); emails to C. Siegel re: Cancelliere testimony (.4); revise deposition outline (1.1); prepared exhibits for deposition (1.6).	9.50	5,177.50
11/14/12	RINGER, RACHAEL L	Revise RMBS objection.	3.50	1,907.50
11/15/12	STEINER, YAEL M	Review produced RMBS documents in order to analyze putback liability.	6.60	2,739.00
11/15/12	DE CHACON, RACHAEL N	Review produced RMBS documents in order to analyze putback liability.	5.10	2,116.50
11/15/12	MILLER, ASHLEY S	Meet with A. Levine, A. Katz, J. Dunlap, S. Gribbon, K. Coleman and D. Cho to discuss depositions (1); review documents produced by debtor and Ally re: RMBS settlement (3.6)	4.60	2,737.00
11/15/12	KAGAN, SAMANTHA M	Prepare for Whitlinger deposition (.1); e-mail with A. Levine regarding depositions and assignments (.4); draft the deposition digest of Thomas Marano (4.1); attend Whitlinger deposition (1.0); draft the digest of John Mack (1.8); review Marano and Mack deposition transcripts for citations for letter to court (.5); revise deposition digest for T. Marano (2.2).	10.10	4,191.50
11/15/12	LI, JENNIFER W	Review RMBS documents for key provisions re: putback liability and related questions.	5.70	2,365.50
11/15/12	LEVINE, ADINA C	Prepare for Whitlinger deposition (4.3); conversation with C. Siegel re: Whitlinger deposition (.2); meeting with A. Katz, J. Dunlap, K. Coleman, S. Gribbon, A. Miller, and D. Cho re: RMBS depositions (1.0); draft letter to court re: deposition issues (2.1); revise summary of deposition (.8); call with S. Zide re Whitlinger deposition (.2).	8.60	5,891.00
11/15/12	PETTIT, LAURENCE	Review governing documents for PLS trusts involved in the proposed RMBS Settlement Agreements (4.0); t/c with G. Liu re: indenture structures (.4); calls and emails with RMBS expert re: same (0.3); compile results of survey and prepare explanation of results (3.2).	7.90	6,636.00

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11/15/12	GRIBBON, SARA B	Review final Cancelliere deposition transcript (1.2), Prepare for (.5) and attend (1.0) meeting with A. Levine, A. Katz, K. Coleman, A. Miller, J. Dunlap and D. Cho re: depositions; emails with A. Levine re: same (.1); emails with S. Kagan re: same (.4). Prepare for and participate in phone call with P. Bentley, A. Katz re: Cancelliere deposition (1.7), follow up emails re call with J. Dunlap (.3), edits to Cancelliere summary (1.2), revise Cancelliere deposition digest (5.0).	11.40	4,731.00
11/15/12	KAGAN, SAMANTHA M	Review (.5) and revise (.5) outline of Marano Deposition Digest	1.00	415.00
11/15/12	SCHULMAN, BRENDAN M.	Revise responses and Objections to Document Requests (2.1); emails to A. Katz and P. Bentley re same (0.3).	2.40	1,800.00
11/15/12	BLABEY, DAVID E	Continue drafting objection to RMBS settlement (8.6); meet with P. Bentley, P. Kaufman and J. Trachtman re RMBS settlement (1.7).	10.30	7,416.00
11/15/12	KAUFMAN, PHILIP	Review RMBS documents in preparation for depositions (4.7); review deposition outlines re: same (4.0); prepare for (.6) and attend meeting with D. Blabey, J. Trachtman and P. Bentley re: RMBS settlement (1.7); telephone conferences and e-mails with Committee members' counsel re: deposition strategy (1.2)	12.20	11,468.00
11/15/12	TRACHTMAN, JEFFREY S.	Review (2.0) and revise (3.5) RMBS brief; attend meeting with D. Blabey, P. Bentley and P. Kaufman re: RMBS settlement (1.7); review cases and material re: RMBS (2.6).	9.80	8,722.00
11/15/12	COLEMAN, KRISTEN A	Meet with A. Levine, A. Katz, J. Dunlap, S. Gribbon, A. Miller and D. Cho re: next steps re RMBS issues (1.0); review new productions for substance (1.3); emails with technology group re: depositions (.5); review Mack digest (1.2); update Smith outline and review additional documents for deposition (2.2); emails with M. Mellin re: scheduling (.5); emails with A. Stackpoole and A. Miller re: relevance of newly produced documents (.4)	7.10	4,508.50

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11/15/12	BENTLEY, PHILIP	Prep for upcoming expert depos (6.0); meet with D. Blabey, P. Kaufman and J. Trachtman re: RMBS settlement (1.7); conf call with S. Gribbon and A. Katz re: Cancelliere deposition (1.7); revise RMBS objection (.5).	9.90	8,563.50
11/15/12	ZIDE, STEPHEN	Emails re: riders for RMBS objection with D. Blabey and J. Shifer (.4); emails with P. Bentley re same (.2); begin draft rider on legal fees (.8). Emails with N. Allard re research on FRE (.5); begin draft rider on same (.8); c/w A. Levine re: Whitlinger deposition (.2)	2.90	2,088.00
11/15/12	SIEGEL, CRAIG L	Prepare (2.4) for and take Whitlinger deposition (3.5); analyze rough draft of Whitlinger transcript (1.7) and draft summary re same (.8); conversation with A. Levine re Whitlinger depo (.2).	8.60	6,407.00
11/15/12	STACKPOOLE, ANNE	Update deposition exhibit index (.4); distribute marked exhibits to joint defense and court reporter (.5)	0.90	265.50
11/15/12	STACKPOOLE, ANNE	Organize proposed exhibits for Whitlinger deposition.	1.80	531.00
11/15/12	STACKPOOLE, ANNE	Communications with Alix Partners regarding search results and key RMBS document exports.	0.80	236.00
11/15/12	STACKPOOLE, ANNE	Update RMBS settlement chronology in preparation for attorney review.	3.70	1,091.50
11/15/12	STACKPOOLE, ANNE	Organize RMBS documents in preparation for P. Kaufman review.	1.30	383.50
11/15/12	LIU, GILBERT	Analyze RMBS review project (1.5); review progress of RMBS review project and respond to questions re: same (0.4); emails w/L. Pettit re: results (0.3); Review of RMBS review project results (0.3); T/c re indenture structures with L. Pettit (0.4)	2.90	2,363.50
11/15/12	WARSHALL-KATZ, ARIELLE	T/c with P. Bentley and S. Gribbon re Cancelliere deposition and experts (1.7); prepare for (1.2) and attend meeting (1.0) with A. Levine, K. Coleman, J. Dunlap, S. Gribbon, A. Miller and D. Cho re: next steps re RMBS issues re deposition; review summary of depositions (2.2); review deposition transcripts (2.9)	9.00	6,300.00

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11/15/12	CHO, DANNIE	Analyze deposition exhibits and outline (2.2); set-up and second-seat deposition of J. Whitlinger (5.2); Meet with A. Levine, A. Katz, J. Dunlap, K. Coleman, S. Gribbon, A. Miller re: next steps re RMBS depositions (1.0); analyze deposition notes (1.2)	9.60	6,096.00
11/15/12	DUNLAP, JEFFREY	Edit summary of Cancelliere deposition (1.9); email to P. Bentley re: retention applications (.2); emails w/ P. Bentley re: Cancelliere deposition (.4); meet with A. Levine, A. Katz, A. Miller, S. Gribbon, K. Coleman and D. Cho re: RMBS depositions (1.0); analyze PLS spreadsheet (2.4); email to P. Bentley re: same (.2); revise digest of Cancelliere deposition (1.4); review Lehman summary of relevant case law (.4).	7.90	4,305.50
11/15/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re objection to RMBS settlement (1.4); follow-up email with P. Bentley re: same (.1).	1.50	1,185.00
11/15/12	ECKSTEIN, KENNETH H.	Meet w/D. Mannal re: objection to RMBS settlement.	1.40	1,386.00
11/16/12	DE CHACON, RACHAEL N	Meet with G. Liu, L. Pettit, K. Eckstein, P. Kaufman, P. Bentley, J. Li, and Y. Steiner regarding procedure for reviewing relevant documents in connection with evaluation of proposed RMBS Settlement Agreements (1.7); Review relevant RMBS documents pursuant to meeting (11.8)	13.50	5,602.50
11/16/12	GRIBBON, SARA B	Organize deposition summaries (.7). Draft Renzi deposition digest (.4). Revise Cancelliere deposition digest (3.7). Compare deposition exhibits with deposition transcript (.4). emails with J. Dunlap re: deposition next steps (.2). Phone calls with S. Kagan re: deposition digests and summaries (.5).	5.90	2,448.50
11/16/12	BLABEY, DAVID E	Extensive edits to RMBS pleading to incorporate J. Trachtman comments (5.3); emails with P. Bentley, K. Eckstein and D. Mannal re: same (.5) and follow up emails with P. Bentley and J. Trachtman re objection (.4); draft language explaining Committee support (.3); draft new section regarding relevant precedents (1.5); emails to J. Shifer re claim allocation (.4).	8.40	6,048.00

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11/16/12	ALLARD, NATHANIEL	Emails w/ J. Trachtman, D. Blabey re: RMBS issues	0.20	83.00
11/16/12	MELLIN, MICHAEL	Draft deposition outline for upcoming RMBS depositions (6.5); review and analyze relevant documents produced in 9019 discovery for relevance to potential objection to RMBS 9019 Motion (1.3), draft summary email re: same (.3).	8.10	5,143.50
11/16/12	LI, JENNIFER W	Meet with L. Pettit, G. Liu, Y. Steiner, P. Kaufman, K. Eckstein, P. Bentley and R. De Chacon regarding procedure for reviewing documents in connection with evaluation of proposed RMBS Settlement Agreements (1.7); review MLPAs re: same (3.2); review Indentures re: same (1.5); review Servicing Agreements re: same (2.7); review Trust Agreements re: same (2.4).	11.50	4,772.50
11/16/12	KAGAN, SAMANTHA M	Draft Deposition Digest of T. Marano (3.8); review citations for Mack Summary (1.2) Review citations for Whitlinger Summary (3.8); compile citations in Mack and Marano transcripts for letter to judge (.5); phone call with S. Gribbon regarding deposition digests (.5)	9.80	4,067.00
11/16/12	STEINER, YAEL M	Meet with L. Pettit, G. Liu, J. Li, P. Kaufman, K. Eckstein, P. Bentley and R. de Chacon regarding procedure for reviewing documents in connection with evaluation of RMBS Settlement Agreements (1.7); Review Pooling and Servicing Agreements in connection with same (2.3).	4.00	1,660.00
11/16/12	MILLER, ASHLEY S	Draft (3.0) and revise (4.7) summary of facts from RMBS depositions.	7.70	4,581.50
11/16/12	KAUFMAN, PHILIP	Review and analyze relevant documents produced in 9019 discovery for relevance to potential objection to RMBS 9019 Motion (5.0); revise deposition outline re: same (4.6); Meet with L. Pettit, K. Eckstein, G. Liu, J. Li, and R. de Chacon regarding procedure for reviewing Indentures, Servicing Agreements, and Trust Agreements in connection with evaluation of proposed RMBS Settlement Agreements (1.7); e-mails with Committee members' counsel re: strategy (.6)	11.90	11,186.00

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11/16/12	TRACHTMAN, JEFFREY S.	E-mails w/ R. Ringer, P. Bentley, D. Blabey, K. Eckstein, M. Mellin, S. Zide re: RMBS (.5); review new cases and notes on RMBS (2.6); emails with D. Blabey and P. Bentley re objection (.4).	3.50	3,115.00
11/16/12	BENTLEY, PHILIP	Prep for upcoming expert depositions (5.7); discs re same with L. Parsons (1.3), J. Levitt (0.4), C. Morrow (0.5), Cadwalader/Jones Day (0.9), emails with J. Trachtman and D. Blabey (0.4), K. Eckstein and D. Mannal (.7) re same and t/c A. Katz (0.6) re objection; meet with R. de Chacon, G. Liu, J. Li, P. Kaufman, Y. Steiner, K. Eckstein and L. Pettit re: procedure for reviewing Indentures, Servicing Agreements, and Trust Agreements in connection with evaluation of claims and defenses related to proposed RMBS Settlement Agreements (1.7)	12.20	10,553.00
11/16/12	ZIDE, STEPHEN	Draft (.7) and revise (.8) sections on RMBS 9019 objection re legal fees; emails with D. Blabey re same (.2); emails re: section on allocation and severability with J. Shifer (.8).	2.50	1,800.00
11/16/12	NEUNDER, LISA	Research concerning breach of contract principles.	4.20	1,386.00
11/16/12	PETTIT, LAURENCE	Meet with G. Liu, P. Kaufman, J. Li, K. Eckstein Y. Steiner, P. Bentley, and R. de Chacon regarding procedure for reviewing docs in connection with evaluation of proposed RMBS Settlement Agreements (1.7); emails with M. Hill, D. Brody regarding RMBS review project (0.2); discuss issues arising from RMBS review project with G. Liu (0.5); emails with G. Liu and R. Ringer re structure of RMBS transactions involving monoline insurers (0.1); continue reviewing RMBS transactions to extract final data for RMBS review project (2.2); multiple emails to respond to questions to J. Li, R. de Chacon, and Y. Steiner (0.4); revise severability memo (1.0).	6.10	5,124.00
11/16/12	ECKSTEIN, KENNETH H.	Attend portion of meeting with G. Liu, P. Kaufman, J. Li, Y. Steiner, L. Pettit, P. Bentley and R. de Chacon regarding procedure for reviewing documents in connection with evaluation of proposed RMBS Settlement Agreements.	1.40	1,386.00

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11/16/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for deposition of T. Devine (5.8); collect documents in preparation for P. Kaufman review (1.4).	7.20	2,124.00
11/16/12	STACKPOOLE, ANNE	Review marked exhibits prior to distribution (.5); distribute marked exhibits to joint defense counsel (.5).	1.00	295.00
11/16/12	STACKPOOLE, ANNE	Communications with litigation technology department regarding plans for proceeding with incoming document productions.	0.60	177.00
11/16/12	LEVINE, ADINA C	Draft facts section of RMBS objection from deposition	3.50	2,397.50
11/16/12	LIU, GILBERT	Meeting with L. Pettit, J. Li, Y Steiner, P. Kaufman, K. Eckstein, P. Bentley, R. De Chacon regarding procedures re: docs in connection with evaluation of proposed RMBS Settlement Agreements (1.7); Discuss issues arising from RMBS review project with L. Pettit (0.5); emails with R. Ringer re: monoline structures (0.2); Review of PSA and Indenture transactions (1.4) and preparation (1.8) of diagrams of PSA transactions and Indenture transactions.	5.60	4,564.00
11/16/12	WARSHALL-KATZ, ARIELLE	Review (1.0) and comment on (1.5) Committee's responses & objections to Debtors' request for production; t/c's with MBIA, FGIC & Cleary re depositions (1.0); review Ally claw back list (1.2); review deposition transcripts and summaries (2.9); t/c with P. Bentley re objection (.6).	8.20	5,740.00
11/16/12	SCHULMAN, BRENDAN M.	Email P. Bentley re disclosures document (0.4); emails to A. Katz re filing (0.4); finalize responses and objections to debtors' discovery requests (2.1); emails with P. Bentley re: same (0.2); email R. Ringer re service of responses and objections (0.2)	3.30	2,475.00
11/16/12	CHO, DANNIE	Analyze and summarize depositions (4.5); analyze debtor production re: RMBS Settlement (2.7).	7.20	4,572.00
11/16/12	SHIFER, JOSEPH A	Review (1.3) and revise (1.1) objection riders re claim allocation and severability, follow up emails with S. Zide and D. Blabey re same (.4), emails with G. Liu and L. Pettit re RMBS trust analysis (.3).	3.10	2,077.00

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11/16/12	DUNLAP, JEFFREY	Draft summary to P. Bentley compiling information for Sillman deposition (4.3); draft deposition summary (2.2); prepare deposition exhibits (1.7)	8.20	4,469.00
11/16/12	RINGER, RACHAEL L	Numerous e-mails with P. Bentley and RMBS team re: draft notice of intent to object (.5), review notices of intent to object from other parties in interest (.5), draft chart of notices re: same (.3), e-mails with B. Schulman re: service of RMBS response to interrogatories on Debtors (.4)	1.70	926.50
11/16/12	TRACHTMAN, JEFFREY S.	Draft (5.0) and edit (4.5) RMBS objection.	9.50	8,455.00
11/17/12	BLABEY, DAVID E	Edit draft RMBS objection (.5); calls with P. Bentley and J. Trachtman re same (2.5); edit draft objection via responses from call (7).	10.00	7,200.00
11/17/12	KAGAN, SAMANTHA M	Draft Marano Deposition Digest (4.8); draft Whitlinger deposition digest (2.4)	7.20	2,988.00
11/17/12	KAUFMAN, PHILIP	Continue preparation for depositions (including review of exhibits)(11.0); emails with S. Gribbon re: same (.4); e-mails with Committee members' counsel re: deposition strategy (.7)	12.10	11,374.00
11/17/12	GRIBBON, SARA B	E-mails with J. Dunlap re: deposition prep (.1), draft Cancelliere deposition digest (3.1)	3.20	1,328.00
11/17/12	TRACHTMAN, JEFFREY S.	Edit RMBS objection (7.5); calls w/ D. Blabey, P. Bentley re: RMBS objection (2.5); review cases, fact materials on RMBS (1.4)	11.40	10,146.00
11/17/12	BENTLEY, PHILIP	Comment on draft Objection (2.9), and conf calls with J. Trachtman and D. Blabey re: same (2.5)	5.40	4,671.00
11/17/12	PETTIT, LAURENCE	Emails to and from P. Bentley, G. Liu, R. Epstein, and A. Frankel re RMBS doc review and experts results.	0.80	672.00
11/17/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of T. Devine (4.8); organize proposed exhibits in preparation for the deposition of J. Lipps (.7).	5.50	1,622.50
11/17/12	LIU, GILBERT	Emails to and from P. Bentley, L. Pettit and R. Epstein and A. Frankel regarding RMBS document review project and expert results.	0.50	407.50
11/17/12	DUNLAP, JEFFREY	Emails re: deposition summary with G. Liu.	0.30	163.50

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11/17/12	BENTLEY, PHILIP	Prep for upcoming expert depositions (4.4), revise RMBS Objection (5.1), conf call with B. Cornell and A. Frankel re same (0.5).	10.00	8,650.00
11/18/12	BLABEY, DAVID E	Edit (.8) and proof revised draft of objection (.3); research on scrutiny to be applied (.9).	2.00	1,440.00
11/18/12	LI, JENNIFER W	Review Pooling and Servicing Agreements for provisions relevant to RMBS Settlement Agreements.	2.70	1,120.50
11/18/12	KAGAN, SAMANTHA M	Draft Deposition Digest of J. Whitlinger (6.0); revise same (3.0).	9.00	3,735.00
11/18/12	STEINER, YAEL M	Review Assignment Agreements (2.0) and Pooling and Servicing Agreements (1.8) in connection with evaluation of proposed RMBS Settlement Agreements.	3.80	1,577.00
11/18/12	KAUFMAN, PHILIP	Prepare for deposition of T. Devine (8.5); Call w/ M. Mellin re: Devine deposition (.2); correspond with K. Eckstein, P. Bentley, A. Katz and M. Mellin re: deposition strategy (.8) and briefing (.7).	10.20	9,588.00
11/18/12	MELLIN, MICHAEL	Tc w/ P. Kaufman re: Devine deposition (.2); preparation for Devine deposition (6.7)	6.90	4,381.50
11/18/12	GRIBBON, SARA B	Draft Cancelliere deposition digest.	3.40	1,411.00
11/18/12	TRACHTMAN, JEFFREY S.	E-mails re: RMBS development legal issues w/ P. Bentley, S. Zide, D. Blabey (.7); review cases re: RMBS (.6)	1.30	1,157.00
11/18/12	BENTLEY, PHILIP	Prepare for Lipps deposition (8.0), and review docs re same (2.0); review draft Objection and expert reports (1.8); emails re: same with J. Trachtman, S. Zide and D. Blabey (.5).	12.30	10,639.50
11/18/12	ZIDE, STEPHEN	Emails with D. Blabey re RMBS objection (.2); emails with P. Bentley and J. Trachtman re same (.2).	0.40	288.00
11/18/12	PETTIT, LAURENCE	Conference call with R. Epstein, A. Frankel, and G. Liu regarding re-underwriting process (0.5); further emails with G. Liu and R. Epstein to follow up on same (0.4); review scope of certain representations related to the 9019 Motion (0.7); review trusts for RMBS analysis (3.0), analyze results (1.2), and email to R. Epstein, A. Frankel, G. Liu, and P. Bentley re: same (.4).	6.20	5,208.00
11/18/12	PHILLIP, RENEE	Prepare documents and materials for T. Devine deposition.	2.00	590.00

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11/18/12	PHILLIP, RENEE	Prepare documents and materials for J. Lipps deposition.	2.00	590.00
11/18/12	PHILLIP, RENEE	Prepare documents and materials for F. Sillman deposition.	1.80	531.00
11/18/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for deposition of T. Devine (4.5); organize proposed exhibits in preparation for deposition of J. Lipps (2.5).	7.00	2,065.00
11/18/12	LIU, GILBERT	Conference call with R. Epstein, A. Frankel and L. Pettit regarding DTI reporting issues and re-underwriting performed by experts (0.5); Emails w/L. Pettit and R. Epstein regarding conference call (0.4); Review of L. Pettit email regarding analysis of reps and relation to trusts that were re-underwritten as defective (0.2)	1.10	896.50
11/18/12	DUNLAP, JEFFREY	Deposition preparation for Sillman depo (3.4); summarize deposition testimony (.4)	3.80	2,071.00
11/18/12	MANNAL, DOUGLAS	Review draft RMBS objection (1.4); comment on same (.9)	2.30	1,817.00
11/18/12	RINGER, RACHAEL L	Review notices of intent to object, revise summary chart re: same (.5).	0.50	272.50
11/18/12	ECKSTEIN, KENNETH H.	Review (1.0) and comment re draft RMBS pleading (.5).	1.50	1,485.00
11/19/12	WEISS, MATTHEW	Review RMBS documents for additional questions regarding repurchase obligation.	1.10	599.50
11/19/12	KAGAN, SAMANTHA M	Attend deposition of J. Lipps (5.2); complete deposition digest of J. Whitlinger (2.1).	7.30	3,029.50
11/19/12	DE CHACON, RACHAEL N	Review Assignment Agreements (.8), Home Loan Purchase Agreements (.8), Pooling and Servicing Agreements (.7), Indentures (.7), Servicing Agreements (.6), and Trust Agreements (.5) in connection with evaluation of proposed RMBS Settlement Agreements.	4.10	1,701.50
11/19/12	LI, JENNIFER W	Review Pooling and Service Agreements (1.2) and Assignment and Assumption Agreements (1.0) re: proposed RMBS Settlement Agreements.	2.20	913.00
11/19/12	MELLIN, MICHAEL	Prepare for Devine deposition (1.5), call w/ K. Coleman re: Devine deposition (.8); second seat Devine deposition (8.7).	11.00	6,985.00
11/19/12	GRIBBON, SARA B	Attend T. Devine deposition morning sessions (3.5) and afternoon session (5.2).	8.70	3,610.50

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11/19/12	KAGAN, SAMANTHA M	Draft J. Lipps deposition digest.	2.50	1,037.50
11/19/12	O'NEILL, P. BRADLEY	Review S. Schmidt memo re claims classification (1.0); emails w/ S. Schmidt re same (.2)	1.20	948.00
11/19/12	STEINER, Yael M	Review Assignment Agreements (.8) and Pooling and Servicing Agreements (.6) regarding RMBS Settlement.	1.40	581.00
11/19/12	TRACHTMAN, JEFFREY S.	Review RMBS briefs and related materials (.8), correspond w/ P. Bentley, D. Blabey, S. Zide re: same (.7).	1.50	1,335.00
11/19/12	COLEMAN, KRISTEN A	Review fact section of RMBS objection for J. Trachtman (2.0) and add portions from Marano deposition (1.5); review (1.8) and analyze deposition transcript (1.7); answer questions for A. Levine re: Devine deposition and claw back issues (1.3); call with M. Mellin re: Devine deposition (.8)	9.10	5,778.50
11/19/12	MILLER, ASHLEY S	Edit (4.0) and add to summary of facts from deposition transcripts (3.0).	7.00	4,165.00
11/19/12	GRIBBON, SARA B	Correspond with S. Kagan re: deposition scheduling (.1), review rough draft of deposition transcript (1.0) and begin digest of T. Devine deposition (.8)	1.90	788.50
11/19/12	BLABEY, DAVID E	Research for RMBS objection (1); research tolling issues re: same (.9) and estoppel issues re: same (6.4)	8.30	5,976.00
11/19/12	BENTLEY, PHILIP	Attend Deposition of J. Lipps (5.2), and final prep for same (2.6).	7.80	6,747.00
11/19/12	ECKSTEIN, KENNETH H.	Review (1.0) and revise Committee RMBS objections (.5)	1.50	1,485.00
11/19/12	KAUFMAN, PHILIP	Correspondence with D. Mannal, A. Levine and M. Mellin re: deposition, strategy, etc. (1.2); conferences and e-mails with Committee members' counsel re: same (.7).	1.90	1,786.00
11/19/12	PETTIT, LAURENCE	Attend deposition of J. Lipps (5.2); confer with P. Bentley and other counsel during breaks (0.3); prepare additional questions for RMBS document survey team (0.7); review RMBS governing documents (0.8); emails w/ D. Blabey regarding certain portions of draft objection and related issues arising under the RMBS governing documents (0.4).	7.40	6,216.00
11/19/12	HILL, MICHAEL C	Reviewing RMBS agreements for analysis of settlement issues.	0.60	291.00

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11/19/12	LEVINE, ADINA C	Prepare for (.3) and attend Devine deposition (8.7); correspondence w/ P. Kaufman re: same (.6)	9.60	6,576.00
11/19/12	STACKPOOLE, ANNE	Assist with exhibits and technical support for depositions of T. Devine and J. Lipps (3.7); analysis of claw back and Ally de-designation documents in preparation for use of deposition exhibits (1.6).	5.30	1,563.50
11/19/12	STACKPOOLE, ANNE	Electronic document/file management of proposed exhibits and marked exhibits for depositions (1.2); document/file management of correspondence and court filings re: RMBS (1.0).	2.20	649.00
11/19/12	STACKPOOLE, ANNE	Revise index of marked deposition exhibits.	0.50	147.50
11/19/12	STACKPOOLE, ANNE	Organize proposed exhibits in preparation for the deposition of F. Sillman.	4.60	1,357.00
11/19/12	WARSHALL-KATZ, ARIELLE	Attend portion of Devine deposition (2.2).	2.20	1,540.00
11/19/12	CHO, DANNIE	Provide support for multiple depositions (1.7) and analyze relevant debtor productions (4.0); analyze deposition transcripts and exhibits (2.8).	8.50	5,397.50
11/19/12	DUNLAP, JEFFREY	Attend deposition of J. Lipps (5.2); preparing exhibits for deposition (.3); drafted summary of Lipps deposition (.4); emails w/ A. Stackpoole re: deposition setup (.3); review (.4) and summarize engagement letters (.3); locate and prepare exhibits for Sillman deposition (2.9)	9.80	5,341.00
11/19/12	SCHULMAN, BRENDAN M.	Correspond w/ G. Horowitz re expert disclosures (0.2); review debtor submissions in connection with experts (0.9).	1.10	825.00
11/19/12	ECKSTEIN, KENNETH H.	Attend Chambers conf re RMBS (1.0)	1.00	990.00
11/19/12	KAUFMAN, PHILIP	Final preparation for (3.6) and conduct Devine deposition (8.7).	12.30	11,562.00
11/19/12	BENTLEY, PHILIP	Prepare for Sillman deposition (7.5)	7.50	6,487.50
11/20/12	KAGAN, SAMANTHA M	Draft Deposition Digest for J. Lipps	10.00	4,150.00
11/20/12	KAGAN, SAMANTHA M	Correspond w/ A. Levine, S. Gribbon re: J. Lipps deposition digest (.2)	0.20	83.00

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11/20/12	GRIBBON, SARA B	Correspond with A. Levine re: Devine side memo and next steps (.1), review rough draft of Devine deposition transcript (.4), draft side memo re: Devine deposition (3.8) and e-mail to A. Levine re: same (.3), correspond with S. Kagan re: deposition digests (.1), draft T. Devine deposition digest (3.8)	8.50	3,527.50
11/20/12	MILLER, ASHLEY S	Review documents produced by Ally re: RMBS (1.5); edit (4.0) and add to summary of facts from deposition transcripts (3.1)	8.60	5,117.00
11/20/12	GRIBBON, SARA B	Draft T. Devine deposition digest	1.10	456.50
11/20/12	TRACHTMAN, JEFFREY S.	Review draft RMBS objection (1.5); discuss draft w/ D. Blabey (.2); call w/ K. Eckstein, D. Mannal, P. Bentley, D. Blabey re: draft (1.5), follow-up call w/ K. Eckstein re: same (.7); follow-up correspondence w/ K. Eckstein, D. Mannal, P. Bentley, D. Blabey, A. Levine re: revisions, fact inserts, committee issues (.3).	4.20	3,738.00
11/20/12	ROCHON, JENNIFER	Discuss RMBS document production question w/ A. Katz.	0.20	158.00
11/20/12	BLABEY, DAVID E	Discuss RMBS Objection with S. Zide (.1); edits to RMBS pleading (2.8); review Lipps deposition transcript (1.7); discuss draft with J. Trachtman (.2) and correspondence K. Eckstein (.2).	5.00	3,600.00
11/20/12	ECKSTEIN, KENNETH H.	Conf call w/ P. Bentley, J. Trachtman, D. Mannal D. Blabey re RMBS objection and issues re same (1.5); call w/ J. Trachtman re RMBS objection (.7)	2.20	2,178.00
11/20/12	NEUNDER, LISA	Research concerning equitable tolling.	3.00	990.00
11/20/12	KAUFMAN, PHILIP	Revise brief in support of Objection (1.9), discuss next steps w/ A. Levine (.5); review (4.0) and analyze deposition transcripts (1.7); correspond with K. Eckstein, A. Levine and D. Blabey re: factual and strategic issues (.9); meet w/ A. Levine re: Devine outline (.4) ; e-mails with P. Bryan (K&E) re: document production (.3).	9.70	9,118.00
11/20/12	ZIDE, STEPHEN	Emails with J. Shifer and G. Liu re Severability (.2), discuss objection w/ D. Blabey (.1).	0.30	216.00

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11/20/12	PETTIT, LAURENCE	Attend portion of deposition of F. Sillman (7.3); confer with P. Bentley, A. Frankel, J. Dunlap, and other counsel regarding F. Sillman testimony during breaks (1.3); correspondence with P. Bentley and with counsel to MBIA regarding certain testimony (0.7); emails w/ L. Parsons of Moelis regarding stated principal value of REO property held by the trusts in the RMBS settlement (0.3); correspond re: same w/ P. Bentley, J. Trachtman, and D. Blabey (0.3); emails w/ D. Mannal re Debtors' reimbursement of certain fees paid to trustees (0.2); review further new results of RMBS survey (1.5); review email from J. Shifer regarding severability (0.1).	11.70	9,828.00
11/20/12	MELLIN, MICHAEL	Review (3.9) and analyze (1.2) documents for deposition; draft deposition transcript summary (1.4); correspond w/ A. Levine, K. Coleman re scheduling, deposition exhibits (.9).	7.40	4,699.00
11/20/12	PHILLIP, RENEE	Create binder of deposition transcripts re: ResCap settlement.	1.00	295.00
11/20/12	LEVINE, ADINA C	Review of draft RMBS brief (.8); conversation with P. Kaufman re: next steps (.5); e-mails with M. Mellin, K. Coleman, A. Miller, D. Cho, K. Coleman, S. Kagan, S. Gribbon re: Devine deposition and production (.3); review of Hamzehpour (1.0) and Marano (1.2) depositions; drafting facts section RMBS brief (3.4); conversation with P. Kaufman and meet with P. Kaufman re: Devine outline (.4); further drafting facts section of RMBS brief (4.4)	12.00	8,220.00
11/20/12	LIU, GILBERT	Emails w/ L. Pettit regarding REO property owned by the RMBS settlement trusts (.3)	0.30	244.50
11/20/12	WARSHALL-KATZ, ARIELLE	Discuss RMBS document production question w/ J. Rochon (.2); coordinate expert deposition logistics (1.0); emails with court reporter re confidentiality issues and transcripts (.3); emails with MBIA and FGIC re same (.5)	2.00	1,400.00
11/20/12	CHO, DANNIE	Assist with preparation for RMBS depositions (1.5) and analyze relevant debtor productions re: same (4.0); analyze deposition transcripts and exhibits re: same (2.6).	8.10	5,143.50
11/20/12	STACKPOOLE, ANNE	Organize exhibits for the Sillman deposition.	4.60	1,357.00

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11/20/12	STACKPOOLE, ANNE	Communications with court reporters regarding distribution of transcripts and exhibits.	0.70	206.50
11/20/12	STACKPOOLE, ANNE	Correspondence with A. Katz, M. Mellin and A. Levine regarding deposition exhibits (1.2); review of deposition transcript for potential problems with distributing exhibits and testimony (.8); communications with court reporter regarding distribution of transcripts and exhibits (.6)	2.60	767.00
11/20/12	STACKPOOLE, ANNE	Communications with litigation technical support and S. Ford regarding plans for proceeding with ALLY document productions.	0.70	206.50
11/20/12	STACKPOOLE, ANNE	Organize documents re: Marano and Hamzehpour depositions for A. Levine.	0.70	206.50
11/20/12	DUNLAP, JEFFREY	Attend deposition of F. Sillman (9.4); assist with set-up for deposition (.3)	9.70	5,286.50
11/20/12	SHIFER, JOSEPH A	Review trust analysis (1.5) and draft lengthy email to S. Zide, L. Pettit, G. Liu, and P. Bentley re trust analysis and severability issues (.9)	2.40	1,608.00
11/20/12	MANNAL, DOUGLAS	Attend conference call re RMBS objection w/ K. Eckstein, P. Bentley, J. Trachtman, D. Blabey (1.5); attend conference call with K. Eckstein, K. Patrick and Moelis re: same (.8); attend pre-meeting with FGIC, MBIA and Cleary re meeting with Debtors and K. Patrick (.8); attend RMBS meeting at MoFo (1.8).	4.90	3,871.00
11/20/12	SCHULMAN, BRENDAN M.	Email A. Frankel and R. Epstein re materials considered (0.2); confer w/ J. Wagner and G. Horowitz re standards for expert disclosures (0.3); confer w/ JF Morrow re documents considered (0.4); review Morrow draft list of documents and report (0.4); call to A. Frankel (0.1); email P. Bentley re expert reports (0.1).	1.50	1,125.00
11/20/12	COLEMAN, KRISTEN A	Review deposition transcripts (3.5); review newly produced documents for A. Levine (2.5); review fact section for A. Miller to incorporate Marano material from the deposition (1.5); correspond with M. Mellin re: scheduling (.9).	8.40	5,334.00

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11/20/12	BENTLEY, PHILIP	Attend conference call with K. Eckstein, D. Mannal, J. Trachtman, D. Blabey re RMBS 9019 Objection (1.5), and correspond re same w/ K. Eckstein, D. Mannal, D. Blabey, J. Trachtman (2.1), email w/ B. Schulman re: expert reports (.1)	3.70	3,200.50
11/20/12	ECKSTEIN, KENNETH H.	Conference call with K. Patrick, K. Wofford, J. Dermont, D. Mannal (.8); meet w/ R. Wynne, G. Petrick, W. Curchak to prep for RMBS meeting (.8); prepare for (.2) and attend meeting at MoFo w/Debtor, K. Patrick, D. Mannal, objections re settlement discussions (1.8)	3.60	3,564.00
11/20/12	BLABEY, DAVID E	Additional edits to draft RMBS objection (5.7); call with K. Eckstein, J. Trachtman, D. Mannal and P. Bentley to further discuss the draft (1.5); additional extensive edits to RMBS objection (3.8).	11.00	7,920.00
11/20/12	BENTLEY, PHILIP	Prepare for (1.8) and conduct Sillman deposition (9.4); confs. w/ J. Jurgens re: same (0.5), correspond w/ D. Blabey and S. Zide re: same (0.5).	12.20	10,553.00
11/21/12	KAGAN, SAMANTHA M	Review transcript of Sillman deposition (1.0), meet w/ J. Dunlap, A. Miller, M. Mellin, D. Cho, S. Gribbon re: trial prep and brief filing (1.5); research deposition transcripts (.3).	2.80	1,162.00
11/21/12	BLABEY, DAVID E	Discuss sealing motion with R. Ringer and D. Mannal (.2) and edit draft of sealing and extension of page limits motion (.5); further revise RMBS objection (1.5), emails w/ S. Zide re: same (.4); review Sillman depo transcript in connection with same (1.5); respond to J. Trachtman questions re edits to brief (.4).	4.50	3,240.00
11/21/12	ALLARD, NATHANIEL	Emails w/ A. Levine, A. Shain, and R. Ringer re: RMBS documents, assist in preparation of motion.	0.50	207.50
11/21/12	KAUFMAN, PHILIP	Analyze deposition transcripts (4.2); further revisions to and comments on RMBS brief (2.3); correspond with K. Eckstein, P. Bentley, J. Trachtman and D. Mannal re: brief and strategic issues (1.9).	8.40	7,896.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/12	TRACHTMAN, JEFFREY S.	Draft (4.0) and edit (3.0) RMBS objection; correspond with D. Blabey, K. Eckstein, D. Mannal, P. Bentley, P. Kaufman, R. Ringer re same (1.5); review RMBS case law (1.3). further revise objection (1.3).	11.10	9,879.00
11/21/12	ZIDE, STEPHEN	Review (2.2) and comment on (.8) RMBS 9019 objection; emails with D. Blabey re same (.4).	3.40	2,448.00
11/21/12	GRIBBON, SARA B	Meet with S. Kagan, M. Mellin, J. Dunlap, A. Miller, D. Cho re: ResCap trial preparation and brief filing.	1.50	622.50
11/21/12	PETTIT, LAURENCE	Emails w/ L. Parsons of Moelis and D. Blabey re REO Property (1.0); review research re: same (1.0) and email to P. Bentley and A. Frankel re same (.3); emails w/ D. Mannal and S. Zide re reimbursement for Debtors of certain costs (0.2).	2.50	2,100.00
11/21/12	GRIBBON, SARA B	Emails with A. Levine, M. Mellin, J. Dunlap re: deposition transcripts and exhibits.	0.40	166.00
11/21/12	GRIBBON, SARA B	Draft T. Devine deposition digest	3.10	1,286.50
11/21/12	MELLIN, MICHAEL	Prepare for (2.0) and lead meeting w/ J. Dunlap, D. Cho, A. Miller, S. Gribbon, S. Kagan re: case status (1.5); review and analyze relevant documents produced in 9019 discovery for relevance to potential objection to RMBS 9019 Motion (1.3).	4.80	3,048.00
11/21/12	MILLER, ASHLEY S	Meeting with M. Mellin, J. Dunlap, D. Cho, S. Gribbon and S. Kagan re: case status and trial prep(1.5); review deposition transcripts (5.5)	7.00	4,165.00
11/21/12	LEVINE, ADINA C	Emails w/ S. Gribbon, M. Mellin, J. Dunlap re: deposition transcripts and exhibits (.4); Review of draft RMBS objection (3.2); comment on same (2.4).	6.00	4,110.00
11/21/12	WARSHALL-KATZ, ARIELLE	Emails w/ P. Kaufman, A. Levine re exhibits and confidentiality issues (.7); multiple emails with MBIA, FGIC and other parties re same (.5)	1.20	840.00
11/21/12	CHO, DANNIE	Meeting with M. Mellin, J. Dunlap, A. Miller, S. Kagan, S. Gribbon re: trial prep (1.5); analyze debtor productions (3.0); analyze deposition transcripts and exhibits (2.5).	7.00	4,445.00

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11/21/12	STACKPOOLE, ANNE	Correspondence with A. Katz and M. Mellin regarding plans for proceeding with distribution of transcripts and exhibits following review of exhibits for confidentiality issues.	1.80	531.00
11/21/12	STACKPOOLE, ANNE	Document and file organization of deposition materials.	0.50	147.50
11/21/12	MANNAL, DOUGLAS	Emails w/ various UCC members re individual objections to RMBS settlement (.2); discuss sealing motion w/ D. Blabey & R. Ringer (.2); TCF with K. Eckstein re RMBS objection and filing alternatives (.4)	0.80	632.00
11/21/12	SCHULMAN, BRENDAN M.	Email from A. Shain re 26(a) disclosure (0.1); review same (0.3); confer w/ A. Frankel re list of materials considered (0.2); review filings re expert disclosures for materials considered (0.7).	1.30	975.00
11/21/12	DUNLAP, JEFFREY	Email to A. Levine re: citations (.2); Meet w/ M. Mellin, D. Cho, A. Miller, S. Kagan, S. Gribbon re: trial prep (1.5); summarize deposition testimony re: scope of release (1.2), email to P. Bentley re same (.2); review transcripts, summarize deposition (1.3)	4.40	2,398.00
11/21/12	RINGER, RACHAEL L	Draft motion to seal (.7), revise same (.3), discuss same w/ D. Blabey, D. Mannal (.2); draft motion to exceed page limit (.6), revise same (.3).	2.10	1,144.50
11/21/12	BENTLEY, PHILIP	Emails w/ K. Eckstein, J. Trachtman, P. Kaufman re: objection (.6), emails w/ J. Dunlap re: same (.2)	0.80	692.00
11/21/12	ECKSTEIN, KENNETH H.	Review RMBS brief (1.0) and provide comments re: same (.4)	1.40	1,386.00
11/21/12	ECKSTEIN, KENNETH H.	Review memo re RMBS status (.7)	0.70	693.00
11/21/12	ECKSTEIN, KENNETH H.	Further revise draft of RMBS objection (.8); review expert materials (.6); call w/ D. Mannal re: objection and filing alternatives (.4)	1.80	1,782.00
11/22/12	KAUFMAN, PHILIP	Review (1.2) and comment on revised version of brief (.6); e-mails with K. Eckstein, J. Trachtman, P. Bentley re: brief revisions and related issues (1.3).	3.10	2,914.00
11/22/12	TRACHTMAN, JEFFREY S.	Correspond with K. Eckstein, P. Bentley, D. Mannal, R. Ringer re RMBS objection and process.	1.60	1,424.00

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11/22/12	SCHULMAN, BRENDAN M.	Emails w/ P. Bentley re expert materials considered (0.4); review spreadsheet of opposing expert materials (0.3).	0.70	525.00
11/22/12	MANNAL, DOUGLAS	Review (1.6) and comment on revised RMBS objection (.9); email with K. Eckstein re same (.2)	2.70	2,133.00
11/22/12	BENTLEY, PHILIP	Revise objection (1.3) and review expert reports (1.0), emails w/ P. Kaufman, J. Trachtman, K. Eckstein, D. Mannal re: same (.8), emails w/ B. Schulman re: expert materials (.4).	3.50	3,027.50
11/22/12	ECKSTEIN, KENNETH H.	Emails w/ D. Mannal re: objection (.2); review draft objection (1.0), revise same (.6), correspond w/ J. Trachtman, P. Kaufman, D. Mannal, P. Bentley re: same (.8).	2.60	2,574.00
11/23/12	BLABEY, DAVID E	Attend part of call with K. Eckstein, P. Bentley, P. Kaufman, D. Mannal regarding edits to RMBS objection.	0.60	432.00
11/23/12	KAUFMAN, PHILIP	Conference call w/ K. Eckstein, P. Bentley, D. Mannal, D. Blabey re: edits to objection (1.8); review latest version of brief (1.4), correspond w/ J. Trachtman, K. Eckstein, D. Mannal, D. Blabey, P. Bentley re: conceptual issues, strategy (1.4).	4.60	4,324.00
11/23/12	PETTIT, LAURENCE	Review draft objection (2.1) and send comments to J. Trachtman re same (.2); emails with G. Liu re objection (.6).	2.90	2,436.00
11/23/12	ECKSTEIN, KENNETH H.	Attend portion of conference call w/ P. Kaufman, P. Bentley, D. Mannal, D. Blabey re: brief (1.4), review revised draft objection (1.3) and comments re: same (.5); correspond w/ G. Lee re: same (.3), call w/ G. Lee re: RMBS (.5). emails w/ R. Ringer re: RMBS update (.2).	4.20	4,158.00
11/23/12	LIU, GILBERT	Review draft objection (1.5); Provide J. Trachtman with comments to sections describing RMBS structure (0.9); Emails w/L. Pettit and J. Trachtman re: comments (0.3)	2.70	2,200.50
11/23/12	RINGER, RACHAEL L	Draft e-mail to non-Trustees re: RMBS update (.4), e-mails with K. Eckstein re: same, revise same (.3), e-mails with D. Blabey re: RMBS Settlement (.2), e-mails with D. Mannal and P. Bentley re: objection (.3)	1.20	654.00

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11/23/12	DUNLAP, JEFFREY	Draft memo summarizing deposition testimony about scope of release (3.1); emails w/ P. Bentley re: same (.2)	3.30	1,798.50
11/23/12	MANNAL, DOUGLAS	Prepare for (.3) and attend conference call with K. Eckstein, P. Bentley, P. Kaufman, D. Blabey re: objection (1.8), follow-up correspondence w/ J. Trachtman, D. Blabey re: same (.5), emails with R. Ringer re: update email to UCC re: RMBS objection (.2).	2.80	2,212.00
11/23/12	BENTLEY, PHILIP	Conference call w/ K. Eckstein, P. Kaufman, D. Mannal, D. Blabey re: objection (1.8), calls w/ experts re: same (.6); revise objection (1.0) and review expert reports (.4); correspond w/ J. Trachtman, P. Kaufman, K. Eckstein, D. Mannal, D. Blabey re: same (1.0).	4.80	4,152.00
11/24/12	BLABEY, DAVID E	Review P. Bentley edits to RMBS objection.	0.50	360.00
11/24/12	TRACHTMAN, JEFFREY S.	Emails with R. Ringer, P. Bentley, D. Blabey re RMBS agenda (.9); review draft RMBS objection (.7).	1.60	1,424.00
11/24/12	PETTIT, LAURENCE	Email w/ P. Bentley regarding sample loan file re-underwriting (0.1); call with R. Epstein regarding certain results of loan file re-underwriting (0.5); follow up emails with R. Epstein, Y. Steiner, and R. de Chacon re: representations and warranties in specified transactions identified by R. Epstein (1.2) and communicate results to same (.5).	2.30	1,932.00
11/24/12	RINGER, RACHAEL L	E-mails with D. Blabey re: RMBS Trust Settlement Agreements (.2), e-mails with D. Blabey, P. Bentley and D. Mannal re: RMBS objection (.4)	0.60	327.00
11/24/12	BENTLEY, PHILIP	Revise RMBS objection (6.0), review expert reports re: same (3.0); emails re: same w/ J. Trachtman, D. Blabey, D. Mannal, R. Ringer (1.4), emails w/ L. Pettit re: sample loan file re-underwriting (.2).	10.60	9,169.00
11/25/12	BLABEY, DAVID E	Review P. Bentley's revised draft of RMBS objection (.5); research prior bankruptcies involving RMBS (3.2)	3.70	2,664.00
11/25/12	ALLARD, NATHANIEL	Review emails and drafts from D. Blabey re: RMBS motion.	0.20	83.00
11/25/12	STEINER, Yael M	Reviewed deal survey for discrepancies with regard to selected RMBS deals.	0.30	124.50

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11/25/12	KAUFMAN, PHILIP	Further revisions to and comments on RMBS brief (1.7); e-mails with P. Bentley and J. Trachtman re: brief (.6).	2.30	2,162.00
11/25/12	PETTIT, LAURENCE	Follow up emails with R. Epstein discussing results of yesterday's discussions (0.1).	0.10	84.00
11/25/12	GRIBBON, SARA B	Draft deposition digest of T. Devine.	1.80	747.00
11/25/12	TRACHTMAN, JEFFREY S.	Correspond with P. Bentley, K. Eckstein, D. Blabey, D. Mannal, R. Ringer re RMBS objection (1.1); review (1.0) and edit (.5) draft of objection..	2.60	2,314.00
11/25/12	MANNAL, DOUGLAS	Review revised RMBS objection (1.1); email with R. Ringer re same (.3)	1.40	1,106.00
11/25/12	RINGER, RACHAEL L	Review revised RMBS pleading (1.5); emails with D. Mannal and P. Bentley re: same (.7); research confidentiality issues with same (.9); emails to P. Bentley re: same (.8).	3.90	2,125.50
11/25/12	BENTLEY, PHILIP	Revise objection (4.0), review expert reports (2.8), emails w/ J. Trachtman, D. Blabey, K. Eckstein, D. Mannal re: same (1.5), further revise objection (7.7).	16.00	13,840.00
11/25/12	ECKSTEIN, KENNETH H.	Review (1.0) and revise RMBS objection (.6), correspond w/ P. Bentley, J. Trachtman, D. Blabey re: same (.7).	2.30	2,277.00
11/26/12	ZIEGLER, MATTHEW C	Cite check portions of brief bearing on Rule 9019 settlement standards (2.0); cite check portions of brief bearing on contractual entitlements and damages (3.7).	5.70	3,106.50
11/26/12	ALLARD, NATHANIEL	Research re: documents for RMBS motion, emails w. C. Siegel, A. Levin, A. Shain, R. Ringer re: same.	0.50	207.50
11/26/12	KAGAN, SAMANTHA M	Draft deposition digest of F. Sillman.	8.50	3,527.50
11/26/12	KAGAN, SAMANTHA M	Further revise Sillman Deposition digest	1.10	456.50
11/26/12	ROCHON, JENNIFER	T/c w/ D. Mannal regarding RMBS confidentiality issues (.1); meet with N. Simon regarding letter to AFI and RMBS confi issues (.3); analysis of provisions of RMBS brief dealing with investigation and potential litigation (.3)	0.70	553.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/12	PETTIT, LAURENCE	Review new draft of objection and expert report of B. Cornell (0.8); prepare draft of memo re reimbursement rights of Master Servicer and Servicer, (2.2); collaborate with Y. Steiner on computing updated answers to a question on the RMBS document survey (0.2).	3.20	2,688.00
11/26/12	ZIDE, STEPHEN	Speak with D. Blabey re RMBS objection (.2); review emails on revised schedule re same; (.2); emails with P. Bentley re questions on same (.4). Review memo on reimbursement of trustee fees (.3).	1.10	792.00
11/26/12	NEUNDER, LISA	Review of case law (2.5) and cite check brief (2.0).	4.50	1,485.00
11/26/12	LEVINE, ADINA C	Review of Objection re: privilege issues (4.2); call with A. Katz re: privilege issues (.6); draft letter to court re: Devine testimony (1); research on attorney client waiver (.6)	6.40	4,384.00
11/26/12	GRIBBON, SARA B	Correspond w/ S. Kagan re: Sillman and T. Devine depositions (.2), draft deposition digest for T. Devine (6.9).	7.10	2,946.50
11/26/12	STEINER, YAEL M	Review survey of deals with regard to representations of compliance with underwriting guidelines.	0.60	249.00
11/26/12	MILLER, ASHLEY S	Fact check RMBS Objection.	8.30	4,938.50
11/26/12	BAIN, ROLAND	Cite check Objection to Approval of RMBS Trust Settlement Agreement.	5.00	1,475.00
11/26/12	TRACHTMAN, JEFFREY S.	Edit RMBS brief (3.8); call w/ D. Mannal, P. Bentley, D. Blabey re: same (1.0); correspond with P. Bentley, P. Kaufman, K. Eckstein, D. Mannal, D. Blabey re RMBS objection (1.8).	6.60	5,874.00
11/26/12	KAUFMAN, PHILIP	Review (3.0) and edit (1.6) multiple versions of brief supporting objection; correspond w/ J. Trachtman, P. Bentley, K. Eckstein, D. Mannal, D. Blabey re: brief revisions, factual analysis and strategy (3.1); emails w/ B. Schulman re: preservation issues (.3), e-mails with Committee members' counsel re: comments on brief and strategic issues (1.3).	9.30	8,742.00

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11/26/12	SCHULMAN, BRENDAN M.	Email w/ A. Katz re expert reports (0.5); confer w/ A. Frankel re documents considered (0.2); review expert reports (1.1); email P. Kaufman re Mack preservation issues (0.3); emails A. Frankel re: documents (0.1); email from A. Frankel re question and provide guidance re same (0.4); review engagement agreements (0.2); confer with J. Dunlap re debtors' disclosures of reliance materials (0.2).	3.00	2,250.00
11/26/12	REID, DENISE L	Cite check RMBS objection.	7.00	2,065.00
11/26/12	MELLIN, MICHAEL	Analyze produced documents for depositions (2.3); draft emails to A. Levine re: same (.3); analyze deposition transcripts (2).	4.60	2,921.00
11/26/12	BLABEY, DAVID E	Edits to RMBS objection (4.8); call with J. Trachtman, D. Mannal, P. Bentley re same (1) and follow up discussion with K. Eckstein re same (.6); further edits to objection (2.7). Speak w/ S. Zide re: comments to objection (.2).	9.30	6,696.00
11/26/12	CHO, DANNIE	Analyze debtor productions (2.0); analyze deposition transcripts and exhibits (2.5); analyze potential cross-examination materials and theories (3.5).	8.00	5,080.00
11/26/12	ECKSTEIN, KENNETH H.	Revise RMBS objection (4.2), discuss same w/ D. Blabey (.6), correspond re: same w/ J. Trachtman, D. Blabey, D. Mannal, P. Bentley (1.4); calls w/ G. Lee (.8), call with M. Ellenberg (.4), R. Wynne (.5), J. Dubel (.3), all re: RMBS; correspondence with B. O'Neill re: same (.4).	8.60	8,514.00
11/26/12	SHIFER, JOSEPH A	Emails with P. Bentley and S. Zide re RMBS objection (.2), review same (.5)	0.70	469.00
11/26/12	WARSHALL-KATZ, ARIELLE	Review objection and exhibits (2); discussions with A. Levine re privilege issues (.6); review confidentiality issues w/r/t objection (1); review deposition transcripts (2.8); emails with Committee re confidentiality designations (.1); emails with all parties in interest re deposition exhibits (.7).	7.20	5,040.00
11/26/12	DUNLAP, JEFFREY	Emails to B. Schulman re: expert production (.2); checked confidentiality status of Objection exhibits (2.1); checked accuracy of exhibit references in Objection (1.5); inserted citations in Objection (3.2)	7.00	3,815.00

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11/26/12	MANNAL, DOUGLAS	Revise RMBS objection (2.5), call w/ J Trachtman, P. Bentley, D. Blabey re: same (1.0), correspond w/ P. Bentley, K. Eckstein, D. Blabey, R. Ringer, J. Trachtman re: same (2.9).T/c w/ J. Rochon re: confidentiality issues (.1)	6.50	5,135.00
11/26/12	RINGER, RACHAEL L	Assist with redactions of RMBS objection (.8), assist with revisions to RMBS pleading (2.6), calls with non-trustee Committee members regarding pleading (1.2), revise scheduling order (1.8), review letter re: PEO designations of transcripts (.4), further revise scheduling order (.5)	7.30	3,978.50
11/26/12	BENTLEY, PHILIP	Call w/ J. Trachtman, D. Mannal, D. Blabey re: objection (1.0), revise objection (4.0), and review expert reports (1.3), correspond w/ D. Mannal, K. Eckstein, D. Blabey, J. Trachtman re: same (2.2); review (.5) and comments to (.3) sealing and page limit motions, and emails w/ R. Ringer re: same (.4)	9.70	8,390.50
11/26/12	ECKSTEIN, KENNETH H.	Review expert reports (.9), provide comments re: same (.4).	1.30	1,287.00
11/26/12	SIMON, NORMAN	Meet with J. Rochon re: 9019 objection brief and review of same (.3).	0.30	237.00
11/27/12	KAGAN, SAMANTHA M	Draft Sillman Deposition Digest.`	1.10	456.50
11/27/12	ZIEGLER, MATTHEW C	Review proposed revisions to RMBS brief and case law cited therein (0.3).	0.30	163.50
11/27/12	KAGAN, SAMANTHA M	Further draft Sillman Deposition Digest (5.3); review documents produced by Talcott Franklin (1.5).	6.80	2,822.00
11/27/12	ALLARD, NATHANIEL	Research documents for RMBS pleading (.4), emails w/ A. Levine, A. Shain, R. Ringer re: same (.2)	0.60	249.00
11/27/12	NEUNDER, LISA	Prepare exhibits for RMBS motion and cite checking (5.1) and research concerning privilege issues (3.2).	8.30	2,739.00
11/27/12	ZIDE, STEPHEN	Calls with Wilmington counsel re RMBS objection (.7); email P. Bentley and K. Eckstein re same (.4); discussions with D. Blabey re revisions to objection re same (.4); discuss with D. Mannal same (.3). Emails with D. Mannal, K. Eckstein, P. Bentley, D. Blabey, J. Trachtman, R. Ringer re status of objection (.3).	2.10	1,512.00

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11/27/12	MILLER, ASHLEY S	Assist with revisions to RMBS objection (3.0); prepare final version of same (2.0); prepare accompanying exhibits (3.3).	8.30	4,938.50
11/27/12	BAIN, ROLAND	Cite check Objection to Approval of RMBS Trust Settlement Agreement (4.0). Review Objection and assign preliminary exhibit letters (3.5). Prepare Deposition Transcript exhibits (2.2), Hearing Transcript exhibits (2.1) and other exhibits (.7).	12.50	3,687.50
11/27/12	VANARIA, HUNTER	Review motion to file RMBS objections under seal.	1.00	310.00
11/27/12	TRACHTMAN, JEFFREY S.	Revise objection (2.0), review edits to same (1.2), correspond re: objection w/ K. Eckstein, D. Mannal, P. Bentley, D. Blabey, R. Ringer (1.5).	4.70	4,183.00
11/27/12	ECKSTEIN, KENNETH H.	Extensive calls with clients re RMBS issues (1.6); conf call G. Lee and Judge Glenn re: same (.6); co-chair conf call re RMBS issues (1.3); conf call with Debtor and co-chair re: same (1.4); meet w/ D. Mannal, P. Bentley, D. Blabey re: objection (2.0).	6.90	6,831.00
11/27/12	LEVINE, ADINA C	Revisions to RMBS Objection (4.0), discuss same w/ A. Katz (1.2); further revise objection (4.3) review of brief for PEO material (1.9)	11.40	7,809.00
11/27/12	KAUFMAN, PHILIP	Review (2.0) and edit further versions of objection brief (1.8); correspond w/ A. Levine, A. Katz, P. Bentley re: motion to file under seal and redaction issues (2.4); e-mails with Committee members' counsel re: comments on brief, legal analysis (1.8).	8.00	7,520.00
11/27/12	SCHULMAN, BRENDAN M.	Emails w/ P. Bentley and G. Horowitz re expert disclosures (0.3); review debtors disclosures (0.2); emails w. A. Levine and J. Dunlap re disclosures (0.2); confer w/ A. Frankel re materials considered (0.2); emails w. P. Bentley and J. Dunlap re disclosures (0.3); coordinate with experts on Rule 26 disclosures and reliance materials (1.8).	3.00	2,250.00
11/27/12	PETTIT, LAURENCE	Review emails from R. Ringer regarding RMBS settlement status and other matters (0.3); correspond w/ A. Levine re number of wrapped PLS trusts (0.3); continue to review RMBS objection and experts' reports (0.7); emails w/ D. Blabey and R. Ringer re: drafting portions of objection (0.8).	2.10	1,764.00

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11/27/12	GRIBBON, SARA B	Review Talcott Franklin chronology (1.1), draft Devine deposition digest (1.7), draft on Renzi deposition digest (1.0).	3.80	1,577.00
11/27/12	YAN, HENRY X	Assemble Talcott Franklin document binder for attorney review	3.10	883.50
11/27/12	WARSHALL-KATZ, ARIELLE	Review RMBS objection (4.0) and exhibits (2.8); discuss same w/ A. Levine (1.2).	8.00	5,600.00
11/27/12	MELLIN, MICHAEL	Review (1.0) and analyze Talcott Franklin documents (.5).	1.50	952.50
11/27/12	BLABEY, DAVID E	Revise RMBS objection (3); edit draft sealing motion to accompany objection (.3); further edits to objection (3.2); call with MBIA counsel re same (1) and further edits (1); meet with K. Eckstein, D. Mannal and P. Bentley re objection (2); additional edits to objection (5.8) and exchange emails with P. Bentley re same (.1). discuss objection w/ S. Zide (.4)	16.80	12,096.00
11/27/12	CHO, DANNIE	Analyze debtor productions re: RMBS settlement (1.8); analyze deposition transcripts and exhibits (2.5); analyze cross-examination materials and theories (3.0).	7.30	4,635.50
11/27/12	STACKPOOLE, ANNE	Communications with litigation technical support and Alix Partners regarding plans for proceeding with Ally document productions.	0.70	206.50
11/27/12	STACKPOOLE, ANNE	Organize potential exhibits in preparation for the court filing of opposition to 9019 motion.	2.40	708.00
11/27/12	STACKPOOLE, ANNE	Draft summary of communications pertaining to claw back documents for S. Ford.	0.60	177.00
11/27/12	STACKPOOLE, ANNE	Organize RMBS documents for A. Levine.	0.80	236.00
11/27/12	DUNLAP, JEFFREY	Edit Objection exhibit list (.3); Draft expert disclosure statement (3.3); Insert citations to Objection (2.1); Review deposition transcripts (2.3); emails re: disclosure w/ B. Schulman (.5)	8.50	4,632.50
11/27/12	RINGER, RACHAEL L	Revise sealing motion (2.5), discussions with D. Mannal re: same (1.0), call with Chambers re: same (.2), revise page limit order (.2), further revise sealing motion (.8).	4.70	2,561.50
11/27/12	MANNAL, DOUGLAS	Meet w/ K. Eckstein, P. Bentley, D. Blabey re: objection (2.0); discuss same w/ S. Zide (.3); Revise objection (6.0); correspond re: same w/ K. Eckstein, P. Bentley, D. Blabey, J. Trachtman (2.2) discuss sealing motion w/ R. Ringer (1.0)	11.50	9,085.00

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11/27/12	BENTLEY, PHILIP	Review objection (2.0); meet w/ K. Eckstein, D. Mannal, D. Blabey re: objection (2.0); revise objection (4.0) and review expert reports (3.2); correspond re same w/ J. Trachtman, D. Blabey, K. Eckstein, D. Mannal (2.2).	13.40	11,591.00
11/27/12	SIMON, NORMAN	Correspondence with P. Bentley, J. Rochon, K. Eckstein re: 9019 objection (.1)	0.10	79.00
11/27/12	RINGER, RACHAEL L	Assist with finalizing edits to RMBS pleading (2.8); review same (2.0).	4.80	2,616.00
11/27/12	ECKSTEIN, KENNETH H.	Review (2.0) and revise objection (2.0); follow-up correspondence w/ P. Bentley, D. Mannal, D. Blabey re: same (2.5), correspond w/ R. Ringer re: same (.5).	7.00	6,930.00
11/27/12	BENTLEY, PHILIP	Review (.4) and edit amended scheduling order (.3), and emails re same (.7); discussions w/ experts (1.0) and C. Morrow (0.3) re same.	2.70	2,335.50
11/28/12	ZIEGLER, MATTHEW C	Cite check additional cites relating to contractual damages (0.3).	0.30	163.50
11/28/12	KAGAN, SAMANTHA M	Review RMBS Chronology (2.0); review Talcott Franklin production (5.2).	7.20	2,988.00
11/28/12	VANARIA, HUNTER	Review motion to seal RMBS objections (.6); revise same (.3); emails with R. Ringer re same (.1); prepare same for filing (3.0).	4.00	1,240.00
11/28/12	MILLER, ASHLEY S	Edit (4.0) and prepare RMBS objection (3.2) and accompanying exhibits (1.5); emails w/ A. Levine re: exhibits (.5).	9.20	5,474.00
11/28/12	ECKSTEIN, KENNETH H.	Review (2.8) and revise (2.6) RMBS objection; calls/ w. G. Lee re: same (1.2); calls w/ M. Ellenberg, R. Wynne, W. Curchack re: same (1.3); discuss same w/ P. Bentley (1.8), correspond w/ J. Trachtman, P. Bentley, D. Mannal, D. Blabey, R. Ringer re: same (3.1)	12.80	12,672.00
11/28/12	SCHMIDT, SHAI	Research re classification of RMBS claims (5); draft summary re same (2.5).	7.50	4,087.50
11/28/12	LEVINE, ADINA C	Review of Declaration and Exhibits (2); conversation with A. Katz re: next steps (.3); conversation with P. Kaufman and A. Katz re: claw back (.9); e-mails with A. Miller re: exhibits (.5), e-mails and conversations with L. Neunder re: same (.5); review of exhibits (2.9); editing Objection (2)	9.10	6,233.50

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11/28/12	ZIDE, STEPHEN	Review Amherst Advisory Management Limited Objection to 9019 RMBS Motion (.4). Emails with P. Bentley and D. Blabey re status of objection (.7).	1.10	792.00
11/28/12	KAUFMAN, PHILIP	Confer w/ A. Levine and A. Katz re: claw back and trail prep (.9); Further revisions to RMBS brief (3.9); conference call with Committee members' counsel re: comments on brief, strategic issues (.8); correspond with K. Eckstein, D. Mannal, A. Katz, A. Levine and D. Blabey re: brief revisions, redaction issues (2.5).	8.10	7,614.00
11/28/12	NEUNDER, LISA	Check citations and prepare exhibits re: RMBS objection (6.5), emails w/ L. Neunder re: same (.6).	7.10	2,343.00
11/28/12	STACKPOOLE, ANNE	Organize exhibits in preparation for filing of motion papers.	3.60	1,062.00
11/28/12	SCHULMAN, BRENDAN M.	Confer with A. Frankel re documents considered (0.6); confer P. Bentley re same (0.1); emails w/ experts concerning draft disclosure (0.3); confer w/ experts re disclosure materials (1.4); review draft disclosure lists (0.5); email from P. Bentley re extension and rule 26 document (0.2); further conferral with JF Morrow re: same (0.3); confer A. Frankel (0.2); discussions with experts re production of document considered (0.5); emails re update to P. Bentley (0.3).	4.40	3,300.00
11/28/12	KAGAN, SAMANTHA M	Further review Talcott Franklin production	1.00	415.00
11/28/12	PETTIT, LAURENCE	Review draft RMBS objection (.7) and send comments to D. Blabey (0.2).	0.90	756.00
11/28/12	REID, DENISE L	Further cite check brief re: RMBS.	4.00	1,180.00
11/28/12	O'NEILL, P. BRADLEY	Review RMBS brief (.5) and materials re: classification of claims (.3); confer w/ R. Ringer re: monoline issues (.2)	1.00	790.00
11/28/12	GRIBBON, SARA B	Finalize Devine deposition digest (2.0), draft Renzi deposition digest (2.2), review Talcott Franklin document production (4.1)	8.30	3,444.50
11/28/12	YAN, HENRY X	Prepare Mack Cross-Materials binder for attorney review	6.30	1,795.50
11/28/12	PHILLIP, RENEE	Create binder of relevant documents re T. Franklin production.	3.00	885.00

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11/28/12	BLABEY, DAVID E	Emails w/ P. Bentley re draft RMBS objection (.2); correspond re edits with P. Bentley (.8), K. Eckstein (.5), D. Mannal (.5), R. Ringer (.5); extensive revisions to draft RMBS objection (7.8).	10.30	7,416.00
11/28/12	CHO, DANNIE	Analyze deposition transcripts and exhibits (3.5); analyze cross-examination issues and materials (3.0).	6.50	4,127.50
11/28/12	STACKPOOLE, ANNE	Revisions to the settlement chronology collection in preparation for attorney review.	1.60	472.00
11/28/12	STACKPOOLE, ANNE	Organize outdated work production document collections in preparation for shredding.	1.50	442.50
11/28/12	TRACHTMAN, JEFFREY S.	Revise RMBS objection (6.3); correspond with K. Eckstein, P. Bentley, P. Kaufman, D. Blabey, R. Ringer, A. Levine, J. Dunham re revisions and citations in RMBS brief. (2.3).	8.60	7,654.00
11/28/12	WARSHALL-KATZ, ARIELLE	Conversation w/ A. Katz re: next steps (.3); Draft declaration for objection (.7); edit objection and exhibits (4.2); discussions with P. Kaufman & A. Levine re trial prep and case (.9); t/c's with Committee members re objection (.6); review deposition transcripts (2).	8.70	6,090.00
11/28/12	DUNLAP, JEFFREY	Summarize revised expert report (.8); add citations to Objection re: same (4.6).	5.40	2,943.00
11/28/12	MANNAL, DOUGLAS	Revise sealing order/motion (3.6); revise Committee objection (1.2), correspond re: same w/ K. Eckstein, P. Bentley, D. Blabey, R. Ringer (.9); draft cover memo to G. Lee (1.5); review other objections (2.6)	9.80	7,742.00
11/28/12	RINGER, RACHAEL L	Revise pleading re: D. Blabey comments (1.3), e-mails with D. Mannal and D. Blabey re: same (.3) redact pleading for non-trustees (1.1), e-mails to counsel re: same (.4), revise motion to seal, discussions re: same, numerous discussions re: extension of objection deadline (1.5), assist with finalizing RMBS pleadings (.6), numerous revisions to motion to seal (.8), calls with N. Moss re: RMBS hearing/obj deadline (.2), review/comment on pleading (2), assist with revisions to pleading and finalizing for service (.6) correspond w/ K. Eckstein, D. Mannal, D. Blabey re: same (.5); confer w/ B. O'Neill re: monoline issues (.2)	9.00	4,905.00

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11/28/12	BENTLEY, PHILIP	Review expert reports re: RMBS (3.5); discuss same w/ K. Eckstein (1.8), D. Blabey (.6), and experts (1.1); correspond w/ J. Trachtman, D. Mannal re: same (.7)	7.70	6,660.50
11/28/12	BLABEY, DAVID E	Review draft of other objector's brief (.7); incorporate additional edits to RMBS objection (1.2) and review (1.1) and edit P. Bentley edits to draft (.8).	3.80	2,736.00
11/28/12	BENTLEY, PHILIP	Revise RMBS objection (7.0).	7.00	6,055.00
11/29/12	STACKPOOLE, ANNE	Communications with A. Katz and Jones Day re deposition exhibits.	0.80	236.00
11/29/12	NEUNDER, LISA	Finalization of exhibits (3) and privilege research (2.4).	5.40	1,782.00
11/29/12	KAGAN, SAMANTHA M	Review RMBS documents from Talcott Franklin productions (5.1); review deposition transcript of T. Hamzehpour (.6); attend portion of meeting with A. Katz, A. Levine, M. Mellon, D. Cho re: RMBS objection (.9).	6.60	2,739.00
11/29/12	PETTIT, LAURENCE	Review emails from R. Ringer regarding status and adjournment (0.1); review letters from K. Patrick to Committee (0.2); email final comments on draft to P. Bentley (0.8); respond to email from P. Bentley re need for REMIC citation for the expert report, and several follow-up emails with G. Liu and R. Epstein (0.4).	1.50	1,260.00
11/29/12	SIEGEL, CRAIG L	Review (.5) and analyze 9019 objection (.3).	0.80	596.00
11/29/12	LEVINE, ADINA C	Review of RMBS Objection (2.8); conversation with A. Katz re: next steps (.5); review of Exhibits for Objection (1.4); review of scheduling order (.7); meeting with A. Katz, M. Mellin, K. Coleman, J. Dunlap, A. Miller, D. Cho. S. Kagan, S. Gribbon re: case (1.2).	6.60	4,521.00
11/29/12	ZIDE, STEPHEN	Emails with P. Bentley and R. Ringer re RMBS adjournment (.3); emails re same on Fourth Revised Scheduling Order (.3).	0.60	432.00
11/29/12	REID, DENISE L	Update RMBS TOA per A. Levine.	1.00	295.00
11/29/12	GRIBBON, SARA B	Attend portion of meeting re: RMBS case management with A. Levine, A. Katz, A. Miller, D. Cho, S. Kagan, J. Dunlap, K. Coleman, M. Mellin	1.10	456.50

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11/29/12	LIU, GILBERT	Review of 9019 Objection (.9); Correspondence with P.Bentley, D. Blabey, A. Frankel, L. Pettit and J. Tomitz re: REMIC rules (0.3); Review of Indenture transactions (0.5)	1.70	1,385.50
11/29/12	GRIBBON, SARA B	Finalize Renzi deposition digest (2.5), review Talcott Franklin binder (2.1), draft timeline for documents (.5)	5.10	2,116.50
11/29/12	KAUFMAN, PHILIP	Review (.9) and analyze (.6) draft objection of FGIC; review (.7) and analyze (.6) MBIA objection; review draft expert reports of B. Cornell and J. Morrow (2.8). Calls w/ A. Katz re: same (1.0); correspond w/ J. Trachtman re: objection and scheduling issues (.5); correspond w/ K. Eckstein, D. Mannal, P. Bentley, A. Katz and D. Blabey re: final edits to brief, proposed amended Scheduling Order, strategic issues (1.2).	8.30	7,802.00
11/29/12	WARSHALL-KATZ, ARIELLE	Review 9019 objection and exhibits (2.7); t/c's with P. Kaufman re same (1); emails with parties re deposition exhibits (.8); Meet with A. Levine, M. Mellin, J. Dunlap, D. Cho, A. Miller, K. Coleman, S. Kagan, S. Gribbon re: RMBS (1.2), discussions with A. Levine re same and next steps (.5)	6.20	4,340.00
11/29/12	STACKPOOLE, ANNE	Organize exhibits in preparation for filing of motion opposition papers.	1.20	354.00
11/29/12	MILLER, ASHLEY S	Meet with A. Levine, A. Katz, M. Mellin, K. Coleman, D. Cho, J. Dunlap, S. Gribbon and S. Kagan re: case and next steps (1.2); edit (2.4) and prepare Objection and accompanying exhibits (3.0).	6.60	3,927.00
11/29/12	MELLIN, MICHAEL	Review (1.0) and analyze (.6) expert report; meet w/ A. Levine, A. Katz, A. Miller, D. Cho, J. Dunlap, K. Coleman, S. Gribbon, S. Kagan re: RMBS (1.2).	2.80	1,778.00
11/29/12	BLABEY, DAVID E	Exchange multiple emails with R. Ringer re filing of RMBS objection (.3); review (2.0) and proof objection for filing (1.5); meet with P. Bentley, J. Trachtman, R. Ringer and D. Mannal re additional revisions (.8) and implement same (1); review other objectors' draft objections (1).	6.60	4,752.00
11/29/12	ECKSTEIN, KENNETH H.	Call w/G. Lee re RMBS issues (.8); review scheduling order re: RMBS (.9).	1.70	1,683.00

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11/29/12	TRACHTMAN, JEFFREY S.	Revise objection (1.0), correspond re same and scheduling issues w/ P. Bentley, K. Eckstein, P. Kaufman, D. Mannal, D. Blabey, A. Levine, R. Ringer (1.1); meet with D. Mannal, P. Bentley, D. Blabey, R. Ringer re revisions to brief (.8); further review drafts of RMBS objection (1.0) and expert reports (.8).	4.70	4,183.00
11/29/12	DUNLAP, JEFFREY	Cite check/edit Objection (5.8); emails with P. Bentley re: Objection (.8); meet w/ A. Levine, A. Katz, A. Miller, D. Cho, K. Coleman, M. Mellin, S. Gribbon, S. Kagan re: same and next steps (1.2)	7.80	4,251.00
11/29/12	SCHULMAN, BRENDAN M.	Confer w/ experts re document relied upon, list and production (2.3); email from P. Bentley re 26(a) document (0.2); emails w/ M. Checo re preparations for production (0.3); discussions w/ JF Morrow re: same (0.4); emails from A. Frankel re license issues (0.2); discussion JF Morrow re materials considered (0.1).	3.50	2,625.00
11/29/12	CHO, DANNIE	Meeting with A. Levine, A. Katz, A. Miller, J. Dunlap, K. Coleman, M. Mellin, S. Gribbon, S. Kagan re: RMBS status (1.2); analyze filings/objections re: RMBS (3.4); analyze cross materials (2.5).	7.10	4,508.50
11/29/12	COLEMAN, KRISTEN A	Review 9019 objection (2.1); meet w/ A. Levine, A. Katz, A. Miller, D. Cho, J. Dunlap, M. Mellin, S. Kagan, S. Gribbon re: next steps and cross outlines (1.2)	3.30	2,095.50
11/29/12	MANNAL, DOUGLAS	Conference call with UCC re RMBS (1.4); TCF with MoFo re same (1.1); attend court conference re same (.8); attend portion of meeting w/ P. Bentley, J. Trachtman, D. Blabey, R. Ringer re: objection (.5)	3.80	3,002.00
11/29/12	RINGER, RACHAEL L	Assist with RMBS pleading issues, revisions (7.6); meeting with D. Blabey, D. Mannal, J. Trachtman, P. Bentley re: revisions to objection (.8). emails w/ D. Blabey re: filing of objection (.3). emails w/ S. Zide, P. Bentley re: RMBS adjournment (.3)	9.00	4,905.00

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11/29/12	BENTLEY, PHILIP	Edit objection (2.0) and review expert reports (2.5), emails re: same w/ J. Trachtman, D. Mannal, D. Blabey (1.2); discussions with experts re: same (.3) meet w/ J. Trachtman, D. Mannal, D. Blabey, R. Ringer re: objection (.8); confer w/ K. Eckstein re: objection and expert reports (.5)	7.30	6,314.50
11/29/12	ECKSTEIN, KENNETH H.	Review objection (.6) and expert reports (.4); confer w/ P. Bentley re: same (.5).	1.50	1,485.00
11/29/12	SHAIN, ALIYA	Organize Omnibus Scheduling orders for S. Zide (.5).	0.50	142.50
11/30/12	GRIBBON, SARA B	Review Wilmington RMBS objection (.9), review MBIA objection re: same (.7), review FGIC objection re: same (.7), review Committee RMBS objection (1.0), draft Talcott Franklin timeline (.4), meet with S. Kagan re: case management (.2)	3.90	1,618.50
11/30/12	GRIBBON, SARA B	Review Sillman deposition transcript	0.90	373.50
11/30/12	KAGAN, SAMANTHA M	Meet w/ S. Gribbon re: case management (.2); review Committee Objection to the 9019 motion (1.8); review Triaxx Objection to 9019 motion (.2) review FGIC objection (.8) review Wilmington Trust objection (.7); review MBIA objection (.8).	4.50	1,867.50
11/30/12	SIEGEL, CRAIG L	Correspond w/ D. Mannal and R. Ringer re: breach of indenture claims (.2) and researched (.5) and wrote email analysis of claims (.3).	1.00	745.00
11/30/12	STACKPOOLE, ANNE	Analyze Debtor revisions to PEO designations.	1.60	472.00
11/30/12	BLABEY, DAVID E	Additional edits to revised version of RMBS objection (.5), discuss same w/ J. Trachtman (.2), discuss same w/ A. Katz (.3); review parts of Cornell expert report (.3).	1.30	936.00
11/30/12	KAGAN, SAMANTHA M	Reviewed Deposition Transcript of M. Renzi	1.50	622.50
11/30/12	NEUNDER, LISA	Research concerning privilege issues.	2.80	924.00
11/30/12	TRACHTMAN, JEFFREY S.	Review drafts of expert reports and RMBS objection (1.3), emails re: same w/ D. Blabey (.2); discuss same w/ P. Bentley, K. Eckstein, D. Mannal (1.1) correspond re: scheduling order w/ P. Bentley, K. Eckstein, D. Mannal, R. Ringer (.4)	3.00	2,670.00

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11/30/12	KAUFMAN, PHILIP	Review (1.2) and comment on draft expert reports from Committee members (.6); e-mails with Committee members' counsel re: same (.6); review draft expert reports from B. Cornell and J. Morrow (2.3); discuss expert reports w/ D. Mannal (.6), confer re: same w/ A. Katz (.5); follow-up correspondence w/ K. Eckstein, D. Mannal re: expert reports and discussions w/ Committee members' counsel (.5).	6.30	5,922.00
11/30/12	DUNLAP, JEFFREY	Emails to B. Schulman, M. Checo re: expert production (.4); emails w/ A. Katz re: deposition exhibits (.3); review newly filed RMBS objections (2.6)	3.30	1,798.50
11/30/12	COLEMAN, KRISTEN A	Review objections to 9019 motion (3.5); review Mack transcript (1.2)	4.70	2,984.50
11/30/12	WARSHALL-KATZ, ARIELLE	Review (2.0) and edit (2.5) objection and exhibits; discussions with D. Blabey re same (.3); review revised scheduling order (1.1); correspond with MBIA re objection (.5). Confer w/ P. Kaufman re: expert reports (.5), emails re: deposition exhibits w/ J. Dunlap (.2).	7.10	4,970.00
11/30/12	SCHULMAN, BRENDAN M.	Confer with M. Checo re outbound expert productions (0.6); confer w/ A. Frankel re materials to be produced (0.2); conference call w/ R. Epstein and A. Frankel re issues relating to disclosures and production of materials (0.8); email J. Dunlap re expert materials (0.1); emails P. Bentley re expert disclosures (0.8); telephone calls w/ JF Morrow re disclosures and materials (0.4); emails w/ R. Epstein, A. Frankel, P. Bentley and G. Horowitz re experts (0.7); email N. Foley re research (0.2).	3.80	2,850.00
11/30/12	CHO, DANNIE	Analyze RMBS brief submissions (4.6); analyze deposition transcripts and exhibits (2.8).	7.40	4,699.00
11/30/12	MILLER, ASHLEY S	Review other parties' objections to 9019 motion (3); prepare for cross examination of M. Renzi (3)	6.00	3,570.00
11/30/12	RINGER, RACHAEL L	Revise scheduling order (1.9), e-mails and discussions with P. Bentley and D. Mannal re: same (.8); Discuss scheduling order w/ K. Eckstein, D. Mannal (.3), e-mails to G. Lee re: same (.3).	3.30	1,798.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00007 (RMBS ISSUES)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/30/12	MANNAL, DOUGLAS	Revise scheduling order (.8), discuss same w/ K. Eckstein, R. Ringer (.3); review expert reports (1.5), discuss same w/ P. Kaufman (.6); correspond re: objection w/ J. Trachtman (.3).	3.50	2,765.00
11/30/12	BENTLEY, PHILIP	Review RMBS objection (1.0), expert reports (.8) and expert discovery issues (.7); correspond re: same w/ J. Trachtman, R. Ringer (.6); emails w/ B. Schulman re: expert disclosures (.8).	3.90	3,373.50
11/30/12	ECKSTEIN, KENNETH H.	Call w/ G. Lee re scheduling order (.3); review order and comment re: same (.4), discuss same w/ D. Mannal, R. Ringer (.3)	1.00	990.00
11/30/12	ECKSTEIN, KENNETH H.	Review (1.0) and comment on (.4) updated draft of RMBS objection; correspond re: same w/ P. Bentley, J. Trachtman, D. Mannal (.6)	<u>2.00</u>	<u>1,980.00</u>
TOTAL			<u>3,462.90</u>	<u>\$2,262,375.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	28.30	28,017.00
BENTLEY, PHILIP	PARTNER	5.00	4,325.00
SIMON, NORMAN	PARTNER	9.50	7,505.00
ROCHON, JENNIFER	PARTNER	3.00	2,370.00
MANNAL, DOUGLAS	PARTNER	26.70	21,093.00
LIU, GILBERT	PARTNER	2.20	1,793.00
FREJKA, ELISE S	SPEC COUNSEL	0.40	302.00
ZIDE, STEPHEN	ASSOCIATE	11.70	8,424.00
RINGER, RACHAEL L	ASSOCIATE	58.30	31,773.50
ALLARD, NATHANIEL	ASSOCIATE	<u>14.70</u>	<u>6,100.50</u>
TOTAL		<u>159.80</u>	<u>\$111,703.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALLARD, NATHANIEL	Draft (1.6) and revise (1.0) meeting minutes.	2.60	1,079.00
11/01/12	ZIDE, STEPHEN	Review and revise email update to the Committee (.3); email with R. Ringer re same (.1).	0.40	288.00
11/01/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates/recent pleadings (.4), revise Committee meeting minutes (.3)	0.70	381.50
11/02/12	RINGER, RACHAEL L	Revise Committee update e-mail re: sale issues (.4), e-mails with J. Taylor re: same (.3), draft e-mail to Committee members re: case updates/recent pleadings (.8), revise same (.5)	2.00	1,090.00
11/02/12	MANNAL, DOUGLAS	Revise Committee update email re: case updates/recent pleadings	0.30	237.00
11/05/12	ZIDE, STEPHEN	Review and revise Committee update email (.4); emails with R. Ringer re same (.1).	0.50	360.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/12	RINGER, RACHAEL L	Draft e-mail to Committee re: upcoming Committee meeting (.5) draft update to Committee members re: case updates (.8), e-mails with Committee members re: case inquiries (.3), revise Committee update e-mail (.5).	2.10	1,144.50
11/05/12	MANNAL, DOUGLAS	Revise Committee update email	0.30	237.00
11/06/12	ZIDE, STEPHEN	Participate on portion of co-chair call re prep for Committee meeting/case updates (1.2).	1.20	864.00
11/06/12	RINGER, RACHAEL L	Emails with N. Hamerman re: Committee meeting prep (.2), e-mails with LTS re: same (.2), coordinate preparations for upcoming Committee meeting (1.5)	1.90	1,035.50
11/06/12	RINGER, RACHAEL L	Meeting with D. Mannal re: co-chair call (.2), call with Committee co-chairs re: Committee meeting (1.4), follow up discussion with D. Mannal re: same (.3), e-mails with MoFo and S. Zide re: Committee contact information (.5)	2.40	1,308.00
11/06/12	MANNAL, DOUGLAS	Meeting with R. Ringer re co-chair call (.2); prep for (.2) and attend co-chair call (1.4); follow up disc. with R. Ringer re same (.3)	2.10	1,659.00
11/06/12	ECKSTEIN, KENNETH H.	Prepare for (.4) and attend co-chair conf call to review agenda for upcoming Committee meeting (1.4).	1.80	1,782.00
11/07/12	ALLARD, NATHANIEL	Prepare for Committee meeting.	0.50	207.50
11/07/12	RINGER, RACHAEL L	Prepare for Committee meeting (1.4), e-mails with J. Dermont re: same (.2), conduct dry-run of meeting prep (.5), assist with issues re: same (.5), draft agenda for Committee meeting (.3), e-mails with Moelis re: same (.3), draft Committee update e-mail re: case updates/recent pleadings (.4), revise same (.3), e-mails with K. Eckstein re: additional Committee case updates (.3), draft update e-mail re: RMBS memo to non-trustee members (.8), review RMBS memo re: same (.4)	5.40	2,943.00
11/08/12	BENTLEY, PHILIP	Attend portion of committee meeting re RMBS settlement.	3.70	3,200.50
11/08/12	ZIDE, STEPHEN	Participate in portion of UCC meeting re RMBS issues.	1.50	1,080.00
11/08/12	RINGER, RACHAEL L	Prepare for (1) and attend (9) full Committee meeting.	10.00	5,450.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	MANNAL, DOUGLAS	Prep for (.7) and attend (9.0) 11/8 UCC meeting.	9.70	7,663.00
11/08/12	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend (9.0) full day Committee meeting re: RMBS presentation; investigation report.	9.50	9,405.00
11/08/12	SIMON, NORMAN	Present investigation presentation at portion of Committee meeting (2.5)	2.50	1,975.00
11/08/12	ROCHON, JENNIFER	Prepare for (.5) and present (2.5) investigation presentation to Committee at portion of Committee meeting.	3.00	2,370.00
11/08/12	SIMON, NORMAN	Prepare for (2.4) and attend UCC meeting to give presentation re: AFI legal claims (3.0).	5.40	4,266.00
11/08/12	LIU, GILBERT	Attend portion of Committee Meeting re: RMBS investigation (2.2)	2.20	1,793.00
11/09/12	ZIDE, STEPHEN	Review and revise email update to UCC on exec comp and sale process update (.4); call and email with R. Ringer re same (.1).	0.50	360.00
11/09/12	RINGER, RACHAEL L	Draft committee update e-mail (.5), revise same (.7); call and email with S Zide re exec comp and sale process update (.1).	1.30	708.50
11/09/12	MANNAL, DOUGLAS	Review and revise Committee update email.	0.40	316.00
11/12/12	RINGER, RACHAEL L	Draft Committee update e-mail (.2), revise sale update to Committee members (.6), e-mails with S. Zide re: same (.9), review update e-mail and circulate to Committee members (.3)	2.00	1,090.00
11/13/12	ALLARD, NATHANIEL	Preparation for Committee Meeting.	0.40	166.00
11/13/12	ZIDE, STEPHEN	Participate on co chairs call re sale, plan and exec comp (1.5)	1.50	1,080.00
11/13/12	ECKSTEIN, KENNETH H.	Review proposed Committee agenda (.6), comment on same (.7); attend co-chair call to prep for Committee meeting (1.5)	2.80	2,772.00
11/13/12	RINGER, RACHAEL L	Draft Committee update e-mail (.6), e-mails with D. Mannal and S. Zide re: same (.5), prepare for Committee meeting (.3)	1.40	763.00
11/13/12	MANNAL, DOUGLAS	Prepare for (.6) and attend (1.5) co-chair call.	2.10	1,659.00
11/14/12	ZIDE, STEPHEN	Participate in portion of Committee meeting re plan negotiations.	0.50	360.00
11/14/12	RINGER, RACHAEL L	Prepare for (1.0) and attend (7.5) Committee meeting.	8.50	4,632.50
11/14/12	MANNAL, DOUGLAS	Prep for (1.8) and attend portion of UCC meeting (3.7).	5.50	4,345.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/12	ECKSTEIN, KENNETH H.	Attend full day Committee meeting (7.5).	7.50	7,425.00
11/14/12	SIMON, NORMAN	Attend portion of UCC meeting re: plan framework (.3).	0.30	237.00
11/15/12	ZIDE, STEPHEN	Review and revise Committee update email (.1); email with R. Ringer re same (.1).	0.20	144.00
11/15/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.5).	0.50	272.50
11/16/12	RINGER, RACHAEL L	Draft Committee update e-mail (.4), revise same and e-mail with S. Zide re: same (.2)	0.60	327.00
11/18/12	RINGER, RACHAEL L	Draft (.8) and revise (.6) update email to Committee members; draft email update to Committee members re: RMBS Trustee sale objections (.5); revise same (.5).	2.40	1,308.00
11/19/12	ZIDE, STEPHEN	Review and revise Committee update email on sale hearing (.3); email with R. Ringer re same (.2). Participate in portions of co-chairs call re sale hearing and case updates (1).	1.50	1,080.00
11/19/12	MANNAL, DOUGLAS	Prep for (.4) and attend co-chair call (1.4); revise UCC update and email (.3)	2.10	1,659.00
11/19/12	ECKSTEIN, KENNETH H.	Conference call w/co-chairs re Committee meeting and case updates (1.4).	1.40	1,386.00
11/19/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates/recent pleadings (.6), revise same (.5).	1.10	599.50
11/20/12	ALLARD, NATHANIEL	Attend committee meeting (1.4); draft meeting minutes (.6)	2.00	830.00
11/20/12	MANNAL, DOUGLAS	Prep for (.5) and attend conference call with Committee members (1.4); revise Committee update email (.3)	2.20	1,738.00
11/20/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.4) committee call. Draft committee update e-mail (.3)	2.10	1,144.50
11/20/12	ECKSTEIN, KENNETH H.	Lead Committee conference call (1.4)	1.40	1,386.00
11/20/12	SIMON, NORMAN	Participate on portion of UCC call re: investigation issues (1.3).	1.30	1,027.00
11/21/12	ALLARD, NATHANIEL	Draft meeting minutes.	0.30	124.50
11/23/12	RINGER, RACHAEL L	E-mails with Committee co-chairs re: upcoming Committee meetings (.2)	0.20	109.00
11/26/12	ALLARD, NATHANIEL	Draft meeting minutes, email to R. Ringer re: same.	0.30	124.50
11/26/12	RINGER, RACHAEL L	Draft Committee update e-mail (.9), prepare additional Committee update e-mails (.3)	1.20	654.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/27/12	ALLARD, NATHANIEL	Draft meeting minutes (3.8); discussion w/ R. Ringer re: same (.2).	4.00	1,660.00
11/27/12	ZIDE, STEPHEN	Review Committee update and email with R Ringer same (.2).	0.20	144.00
11/27/12	RINGER, RACHAEL L	Discussion with N. Allard re: meeting minutes (.2), coordinate Committee co-chair call (.2)	0.40	218.00
11/27/12	RINGER, RACHAEL L	Prep for Co-Chair call and Committee meeting (2.0); review meeting minutes (2.5); draft Committee update email re: recent pleadings/case updates (.9); revise same (.8); compile documents for same (.7).	6.90	3,760.50
11/28/12	ALLARD, NATHANIEL	Draft meeting minutes (1.3), email re: same w/ R. Ringer (.2)	1.50	622.50
11/28/12	ZIDE, STEPHEN	Participate on co-chairs call re RMBS status, exec comp (1.5); follow up discussions with D. Mannal and R. Ringer re same (.4). Email with R. Ringer re update email to UCC (.4).	2.30	1,656.00
11/28/12	MANNAL, DOUGLAS	Prep for (.1); and attend co-chair call (1.5); follow up discussion with R. Ringer and D. Mannal re same (.4).	2.00	1,580.00
11/28/12	RINGER, RACHAEL L	Draft agenda for committee call (.4), attend call with co-chairs re: Committee meeting (1.5) follow up discussions with D. Mannal and S. Zide re: same (.4), draft committee update e-mail (.4), revise same (.5), prep for Committee call (.3)	3.50	1,907.50
11/28/12	ECKSTEIN, KENNETH H.	Attend co-chair conference call to prepare for Committee meeting (1.5)	1.50	1,485.00
11/29/12	ALLARD, NATHANIEL	Prepare materials for Committee meeting (1.2), attend Committee meeting (1.3), follow-up correspondence w/ R. Ringer re: same (.1), draft meeting minutes (.5).	3.10	1,286.50
11/29/12	ZIDE, STEPHEN	Prepare for (.1) and participate on (1.3) Committee call re RMBS status.	1.40	1,008.00
11/29/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.3) Committee call.	1.70	926.50
11/29/12	BENTLEY, PHILIP	Attend committee meeting re: RMBS issues.	1.30	1,124.50
11/29/12	ECKSTEIN, KENNETH H.	Prepare for (.3) and attend (1.3) Committee conference call; follow-up conference call with company and Committee co-chairs re: same (.8).	2.40	2,376.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/30/12	FREJKA, ELISE S	Call with Committee member regarding pending motion; follow up correspondence with R. Ringer and D. Mannal re: same.	<u>0.40</u>	<u>302.00</u>
TOTAL			<u>159.80</u>	<u>\$111,703.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)January 31, 2013
Invoice No. 613981**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SIMON, NORMAN	PARTNER	0.50	395.00
MANNAL, DOUGLAS	PARTNER	2.80	2,212.00
FREJKA, ELISE S	SPEC COUNSEL	11.50	8,682.50
ZIDE, STEPHEN	ASSOCIATE	0.70	504.00
RINGER, RACHAEL L	ASSOCIATE	6.60	3,597.00
MIRVIS, DORI Y	ASSOCIATE	9.70	4,704.50
KAUP, ANASTASIA N	ASSOCIATE	1.00	485.00
ALLARD, NATHANIEL	ASSOCIATE	4.30	1,784.50
SHAIN, ALIYA	PARALEGAL	0.30	85.50
VANARIA, HUNTER	PARALEGAL	<u>1.60</u>	<u>496.00</u>
<u>TOTAL</u>		<u>39.00</u>	<u>\$22,946.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	FREJKA, ELISE S	Review pleadings regarding FHFA motion to compel production of loan files (1.4); emails re same with D. Mannal (.2).	1.60	1,208.00
11/02/12	VANARIA, HUNTER	Research re summary judgment motions for B. O'Neill.	1.60	496.00
11/02/12	FREJKA, ELISE S	Review and analysis of motion to certify class claim filed by Drennen putative class (1.8); research regarding same (1.2); follow up discussions with R. Ringer regarding motion (.2).	3.20	2,416.00
11/02/12	RINGER, RACHAEL L	Discussions with E. Frejka re class certification motion.	0.20	109.00
11/05/12	KAUP, ANASTASIA N	Research re: class certification motion issues and procedures (.8); correspondence w/ E. Frejka re: same (.2).	1.00	485.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/12	FREJKA, ELISE S	Exchange of emails with N. Rosenbaum and J. Wishnew regarding motion to certify class claims (.2); research regarding number of class claim filed against various estates (.9); research regarding issues with same (1.2).	2.30	1,736.50
11/07/12	RINGER, RACHAEL L	Draft summary of motion for class certification.	2.70	1,471.50
11/07/12	MIRVIS, DORI Y	Researched case law re: requirements to seal documents/information (.4); Revised summary chart re: same (.6).	1.00	485.00
11/09/12	FREJKA, ELISE S	Review (.6) and analyze motions and adversary proceedings filed on November 9, 2012 (.2); review status of motion to certify class claims (.6) emails re same with R. Ringer (.3).	1.70	1,283.50
11/09/12	RINGER, RACHAEL L	Correspondence with E. Frejka re: class certification motion (.2),	0.20	109.00
11/13/12	MIRVIS, DORI Y	Research case law re: discovery motions (1.2); Revise summary chart re: same (2.6).	3.80	1,843.00
11/14/12	ALLARD, NATHANIEL	Compile documents for R. Ringer re: privilege issues (.3).	0.30	124.50
11/16/12	MIRVIS, DORI Y	Research case law re: motions to dismiss claims (2.1); Revised summary chart re: same (1.5); researched case law re: promissory estoppel (.5); update summaries re: same (.5).	4.60	2,231.00
11/21/12	MIRVIS, DORI Y	Researched case law re: standard to file documents under seal of the bankruptcy code (.3).	0.30	145.50
11/27/12	SIMON, NORMAN	Review AIG/Allstate submission to reclassify claims (.5)	0.50	395.00
11/29/12	FREJKA, ELISE S	Correspondence with R. Ringer re: motion to certify class claims (.4); follow up research regarding same (.9).	1.30	981.50
11/29/12	SHAIN, ALIYA	Emails with R. Ringer and A. Chouprouta re: sealing motion (.3).	0.30	85.50
11/30/12	ALLARD, NATHANIEL	Research re: Rule 7023 and class claims motion.	4.00	1,660.00
11/30/12	ZIDE, STEPHEN	Email with R. Ringer and J. Shifer re Allstate/AIG classification motion (.2). Emails with R. Ringer re analysis of motion for class certification (.5).	0.70	504.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/30/12	FREJKA, ELISE S	Review and revise summary of motion to file class claim (.3); emails re same with R. Ringer and D. Mannal (.4); review case law regarding same (.7).	1.40	1,057.00
11/30/12	MANNAL, DOUGLAS	Revise summary of motion for class certification (2.5), e-mails with R. Ringer and E. Frejka re: same (.3).	2.80	2,212.00
11/30/12	RINGER, RACHAEL L	Draft summary of motion seeking to file class claim (1.1), revise same (.6), e-mails with D. Mannal and E. Frejka re: same (.6), review research re: same (.5), e-mails with SilvermanAcampora re: same (.3), e-mail to Committee co-chairs re: same (.4)	<u>3.50</u>	<u>1,907.50</u>
TOTAL			<u>39.00</u>	<u>\$22,946.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)January 31, 2013
Invoice No. 613981**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	12.00	11,880.00
MANNAL, DOUGLAS	PARTNER	9.80	7,742.00
TAYLOR, JEFFREY	ASSOCIATE	8.50	6,332.50
ZIDE, STEPHEN	ASSOCIATE	9.30	6,696.00
RINGER, RACHAEL L	ASSOCIATE	12.20	6,649.00
SHAIN, ALIYA	PARALEGAL	11.60	3,306.00
GOOT, RACHEL L	PARALEGAL	<u>4.50</u>	<u>1,327.50</u>
TOTAL		<u>67.90</u>	<u>\$43,933.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ZIDE, STEPHEN	Call with T. Goren re timing of hearing (.3); follow up emails with K. Eckstein, B. O'Neill and D. Mannal re same (.3).	0.60	432.00
11/02/12	RINGER, RACHAEL L	E-mails and calls with MoFo re: 11/5 hearing (.3), calls with Pachulski re: same (.2)	0.50	272.50
11/05/12	RINGER, RACHAEL L	Prepare for (.3) and attend (1) status conference with the Judge re: examiner issues.	1.30	708.50
11/05/12	MANNAL, DOUGLAS	Prep for (.9) and attend court conference with Examiner re status of report (.5)	1.40	1,106.00
11/05/12	ECKSTEIN, KENNETH H.	Prep for (.8) and attend phone conf w/Examiner, court, Debtor, UCC re: status of report (.5).	1.30	1,287.00
11/18/12	GOOT, RACHEL L	Prep for binders for sale hearing.	4.50	1,327.50
11/18/12	SHAIN, ALIYA	Prepare materials for 11/19/2012 hearing.	4.60	1,311.00
11/19/12	SHAIN, ALIYA	Finalize all hearing binders (6.0); circulate critical hearing documents to KL team (1.0)	7.00	1,995.00
11/19/12	TAYLOR, JEFFREY	Prep for (1.0) and attend (7.5) sale hearing.	8.50	6,332.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/19/12	RINGER, RACHAEL L	Prepare for (2) and attend (6.4) portion of sale hearing.	8.40	4,578.00
11/19/12	ECKSTEIN, KENNETH H.	Attend court hearing re sale of platform and whole loans (7.5)	7.50	7,425.00
11/19/12	ZIDE, STEPHEN	Attend and participate at portions of sale hearing and numerous negotiations with parties during same (6.2).	6.20	4,464.00
11/19/12	MANNAL, DOUGLAS	Attend sale hearing and review proposed changes to sale order during same (6.1).	6.10	4,819.00
11/20/12	RINGER, RACHAEL L	Attend sale hearing telephonically (1.3); assist with preparation for same (.7).	2.00	1,090.00
11/20/12	ECKSTEIN, KENNETH H.	Attend Court conference with examiner, debtor (.7)	0.70	693.00
11/20/12	ECKSTEIN, KENNETH H.	Attend Court hearing to approve sales (1.3)	1.30	1,287.00
11/20/12	ZIDE, STEPHEN	Prepare for (.7) and participate at (1.3) sale hearing on sale orders.	2.00	1,440.00
11/20/12	MANNAL, DOUGLAS	Prepare for (1.0) and attend (1.3) sale hearing and review sale order at same.	2.30	1,817.00
11/29/12	ZIDE, STEPHEN	Discussion with K. Eckstein re: scheduling issues (.5).	0.50	360.00
11/29/12	ECKSTEIN, KENNETH H.	Calls w/G. Lee and Court re: scheduling (.7); follow up discussions with S. Zide re scheduling etc. (.5).	<u>1.20</u>	<u>1,188.00</u>
TOTAL			<u>67.90</u>	<u>\$43,933.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	6.30	6,237.00
LUTGENS, CHRISTINE	PARTNER	1.60	1,504.00
RITTER, PAUL M	PARTNER	4.80	3,912.00
ZIDE, STEPHEN	ASSOCIATE	12.80	9,216.00
RINGER, RACHAEL L	ASSOCIATE	4.40	2,398.00
ALLARD, NATHANIEL	ASSOCIATE	<u>2.10</u>	<u>871.50</u>
TOTAL		<u>32.00</u>	<u>\$24,138.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ZIDE, STEPHEN	Review comp motion and exhibits (1.4); meeting with R. Ringer re exec comp (.4); call with J. Wishnew and R. Ringer re exec comp issues (.6). Emails with A. Holtz and P. Ritter re executive comp issues (.6).	3.00	2,160.00
11/01/12	ZIDE, STEPHEN	Emails and calls with N. Allard, C. Lutgens and R. Ringer re pensions (.4).	0.40	288.00
11/01/12	RINGER, RACHAEL L	Review executive compensation motion (1.1); emails with S. Zide re same (.2); call with A. Holtz re exec comp issues (.4); call with J. Wishnew and S. Zide re same (.6); meeting with S. Zide re exec comp (.4).	2.70	1,471.50
11/01/12	RITTER, PAUL M	Review TARP provision re: 2011 IRSUs (2.0); review emails to/from A. Holtz and A. Janiczek (.3); prepare comments re same (.2).	2.50	2,037.50
11/01/12	RITTER, PAUL M	Reviewing and commenting on debtor's draft motion regarding employee comp.	1.50	1,222.50
11/01/12	ECKSTEIN, KENNETH H.	Emails with S. Zide re exec comp (.3).	0.30	297.00
11/01/12	ECKSTEIN, KENNETH H.	Call with Dubel re exec comp (.3)	0.30	297.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/12	ZIDE, STEPHEN	Review revised exec comp motion (.6); call with J. Wishnew re same (.4); email K. Eckstein re same (.4).	1.40	1,008.00
11/03/12	RINGER, RACHAEL L	E-mails to S. Zide re: executive compensation issues, review motion re: same (.3).	0.30	163.50
11/05/12	LUTGENS, CHRISTINE	Email exchange with N. Allard re: pension issues (.1); conference S. Zide re: same (.1).	0.20	188.00
11/05/12	ZIDE, STEPHEN	Emails and Call with C. Lutgens re pension issues (.3).	0.30	216.00
11/06/12	LUTGENS, CHRISTINE	Email N. Allard re: pension claim.	0.70	658.00
11/06/12	ZIDE, STEPHEN	Review ResCap deck to OSM re de-linking AFI stock (.4); email P. Ritter re same (.1).	0.50	360.00
11/07/12	ZIDE, STEPHEN	Emails with A. Holtz re exec comp issues and motion (.4); speak with P. Ritter re same (.4).	0.80	576.00
11/07/12	RITTER, PAUL M	Telephone call with S. Zide re: exec comp issues (.4); review documents re same (.4).	0.80	652.00
11/08/12	ZIDE, STEPHEN	Review presentation to TARP OSM (.5); call with J. Wishnew re same (.5); update email to K. Eckstein and A. Holtz re same (.5). Emails with R. Ringer re pension (.2); call with MoFo re same (.1).	1.80	1,296.00
11/08/12	ZIDE, STEPHEN	Call with Wilmington counsel re executive comp (.5).	0.50	360.00
11/09/12	LUTGENS, CHRISTINE	Conference call with S. Zide re: pensions.	0.70	658.00
11/09/12	ZIDE, STEPHEN	Calls with MoFo and C. Lutgens and R. Ringer re pension issues and questions (.7).	0.70	504.00
11/10/12	ZIDE, STEPHEN	Email K. Eckstein and D. Mannal re comp issues re UCC member question (.8).	0.80	576.00
11/12/12	ZIDE, STEPHEN	Call with Committee member re executive comp issues (.4); emails and call with A. Holtz re same (.5).	0.90	648.00
11/12/12	ECKSTEIN, KENNETH H.	Meet with J. Dubel and R. Wynne, re senior management issues (2.0)	2.00	1,980.00
11/13/12	ZIDE, STEPHEN	Emails and calls with A Holtz re exec comp.	0.40	288.00
11/14/12	ALLARD, NATHANIEL	Draft notes re: management meeting (1.8), email w/ R. Ringer re: same (.3)	2.10	871.50
11/14/12	ECKSTEIN, KENNETH H.	Meeting with G. Lee and independent directors and Committee co-chairs re: executive compensation issues (1.8).	1.80	1,782.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

January 31, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/26/12	ZIDE, STEPHEN	Call with A. Holtz re comp issues (.2); call with J. Wishnew and A. Holtz re same (.3); follow up with A. Holtz re same (.4). Review Wilmington pleading on comp (.2); review NJ carpenter issue (.2).	1.30	936.00
11/30/12	ECKSTEIN, KENNETH H.	Call with R. Wynne re management issues (.8); call with J. Dubel re same (.7); call with G. Lee re same (.4).	1.90	1,881.00
11/30/12	RINGER, RACHAEL L	Begin draft of statement re: executive compensation motion (1.2), e-mails with S. Zide re: same (.2).	<u>1.40</u>	<u>763.00</u>
TOTAL			<u>32.00</u>	<u>\$24,138.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.70	693.00
O'NEILL, P. BRADLEY	PARTNER	26.10	20,619.00
MANNAL, DOUGLAS	PARTNER	1.80	1,422.00
PETTIT, LAURENCE	PARTNER	1.80	1,512.00
LIU, GILBERT	PARTNER	3.40	2,771.00
FREJKA, ELISE S	SPEC COUNSEL	2.50	1,887.50
ZIDE, STEPHEN	ASSOCIATE	5.60	4,032.00
DANIELS, ELAN	ASSOCIATE	1.20	840.00
RINGER, RACHAEL L	ASSOCIATE	42.90	23,380.50
MIRVIS, DORI Y	ASSOCIATE	8.20	3,977.00
ALLARD, NATHANIEL	ASSOCIATE	2.40	996.00
BYOWITZ, ALICE J	ASSOCIATE	55.70	23,115.50
SCHMIDT, SHAI	ASSOCIATE	69.00	37,605.00
SHAIN, ALIYA	PARALEGAL	0.20	57.00
VANARIA, HUNTER	PARALEGAL	<u>1.00</u>	<u>310.00</u>
TOTAL		<u>222.50</u>	<u>\$123,217.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/12	ALLARD, NATHANIEL	Analyze issues re: securities claims.	1.10	456.50
11/02/12	ZIDE, STEPHEN	Emails with trustee counsel re claims administration and modify same.	1.00	720.00
11/02/12	O'NEILL, P. BRADLEY	Review issues re: monoline claims (4.5); review bankruptcy issues and correspondence with R. Ringer re same (.5)	5.00	3,950.00
11/02/12	MANNAL, DOUGLAS	Review issues re: bar date extension	0.40	316.00
11/02/12	ECKSTEIN, KENNETH H.	Call with S. Kirpalani re securities claims, AIG and Allstate meeting (.7).	0.70	693.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/03/12	ZIDE, STEPHEN	Email with E. Daniels re bar date stipulations.	0.20	144.00
11/04/12	RINGER, RACHAEL L	E-mail with MoFo re: bar date issues (.1), e-mail with Committee members re: same (.1)	0.20	109.00
11/05/12	ALLARD, NATHANIEL	Research on insurance policies.	0.30	124.50
11/05/12	ZIDE, STEPHEN	Calls with RMBS Trustees and Debtors re bar date stipulation (.6). Emails to with E. Daniels and R. Ringer re bar date stipulations (.4); email MoFo re same (.1).	1.10	792.00
11/05/12	O'NEILL, P. BRADLEY	Review memo re: claims analysis (.7); email S. Sparling re: same (.4); analyze issues re: same (2.2); correspondence with R. Ringer re: sample monoline policy (.2); review briefs (1.5); draft outline of issues re: same (.8).	5.80	4,582.00
11/05/12	VANARIA, HUNTER	Further research re monoline case law for B. O'Neill (.8); emails with B. Boyle re same (.2).	1.00	310.00
11/05/12	DANIELS, ELAN	Review bar date stipulations and email correspondence with S. Zide, R. Ringer regarding same (.5);	0.50	350.00
11/05/12	RINGER, RACHAEL L	Review monoline documents re: monoline claims (.2), e-mails with E. Frejka re: class certification motion (.2)	0.40	218.00
11/05/12	MIRVIS, DORI Y	Researched case law re: creditor claims (.5); Revised summary chart re: same (.6).	1.10	533.50
11/05/12	SHAIN, ALIYA	Locate and pull monoline claims decision for R. Ringer (.2).	0.20	57.00
11/05/12	RINGER, RACHAEL L	Correspondence with B. O'Neill re sample ML policy (.2).	0.20	109.00
11/06/12	MIRVIS, DORI Y	Research case law re: post-petition claims (.7); Revise summary chart re: same (.7).	1.40	679.00
11/06/12	PETTIT, LAURENCE	Respond to emails from R. Ringer re monoline claims (0.6); call with B. O'Neill re waterfalls (.3); review Indenture re GMACM HLT 2006-HE1 (.9).	1.80	1,512.00
11/06/12	O'NEILL, P. BRADLEY	Email R. Ringer re terms of PSAs (.2); TCF L. Pettit re same (.3); review PSA waterfall (1); research re monoline claims (1.8); draft memo re same (.6); CF R. Ringer re same (.2); review sample policy (.6)	4.70	3,713.00
11/06/12	SCHMIDT, SHAI	Legal research re classification of claims.	3.00	1,635.00
11/06/12	DANIELS, ELAN	Email correspondence with S. Zide, Debtors regarding bar date stipulations.	0.70	490.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/12	ZIDE, STEPHEN	Emails with MoFo and E. Daniels re POC stipulations.	0.30	216.00
11/06/12	RINGER, RACHAEL L	Correspondence with B. O'Neill re: monoline claims (.3); call with B. O'Neill re: same (.2).	0.50	272.50
11/06/12	MIRVIS, DORI Y	Research case law re: post-petition matters (.8); Revise summary chart re: post-petition matters (.8).	1.60	776.00
11/07/12	BYOWITZ, ALICE J	Research re: treatment of monoline claims.	2.50	1,037.50
11/07/12	O'NEILL, P. BRADLEY	Emails to S. Zide re classification of claims (.5)	0.50	395.00
11/07/12	SCHMIDT, SHAI	Legal research re classification of claims.	4.00	2,180.00
11/07/12	ZIDE, STEPHEN	Emails with MoFo and E. Daniels re stipulations on claims (.7). Review cure claim stipulations (.5); email to S. Krouner re same (.3); call with MoFo re same (.4); follow up emails with MoFo re same (.2).	2.10	1,512.00
11/07/12	FREJKA, ELISE S	Comment on Debtors' stipulation extending bar date on class claim pending settlement (.6); email to R. Ringer regarding same (.1); emails re motion for authority to file class claim with N. Rosenbaum (.8); follow up research regarding same (.7).	2.20	1,661.00
11/07/12	RINGER, RACHAEL L	Review monoline claim issues (.4); e-mails with A. Byowitz re: same (.4).	0.80	436.00
11/07/12	MIRVIS, DORI Y	Researched case law re: expunging time barred claims (.3); Revised summary chart re: same (.3).	0.60	291.00
11/07/12	O'NEILL, P. BRADLEY	Outline issues re: monoline claims (.6); correspondence with R. Ringer re same (.3)	0.90	711.00
11/08/12	BYOWITZ, ALICE J	Review treatment of monoline claims (1); research applicable case law re: same (1.5); draft preparatory memo re: same (.9)	3.40	1,411.00
11/08/12	SCHMIDT, SHAI	Legal research re classification of claims.	4.00	2,180.00
11/08/12	RINGER, RACHAEL L	Correspondence with S. Schmidt re: monoline claims.	0.40	218.00
11/08/12	MIRVIS, DORI Y	Researched case law re: disallowance of creditor claims (.3); Revised summary chart re: same(.3).	0.60	291.00
11/09/12	MIRVIS, DORI Y	Researched case law re: qualifications for informal claims and timely filed claims (.6); Revised summary chart re: same (.6).	1.20	582.00
11/09/12	BYOWITZ, ALICE J	Research re: monoline claims.	3.50	1,452.50

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066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/09/12	SCHMIDT, SHAI	Legal research re classification of claims.	2.00	1,090.00
11/09/12	O'NEILL, P. BRADLEY	Review research re: Monoline claims (1.1); email D. Mannal re same (.3).	1.40	1,106.00
11/12/12	BYOWITZ, ALICE J	Prepare and draft case summaries re: insurance claims	8.60	3,569.00
11/12/12	SCHMIDT, SHAI	Legal research re claims classification (5.5); preparing summary re same (5.5).	11.00	5,995.00
11/12/12	O'NEILL, P. BRADLEY	Review outline of issues re: monoline claims.	0.90	711.00
11/12/12	RINGER, RACHAEL L	Coordinate with A. Byowitz re: monoline research (.2), Draft outline re: monoline claims (1.0)	1.20	654.00
11/13/12	SCHMIDT, SHAI	Legal research re classification of claims (4); draft summary for B O'Neill re same (6).	10.00	5,450.00
11/13/12	BYOWITZ, ALICE J	Research and analyze claims asserted in monoline cases (3.2); summarize same (2.2).	5.40	2,241.00
11/13/12	O'NEILL, P. BRADLEY	CFs with R. Ringer re monoline claims outline	0.30	237.00
11/13/12	RINGER, RACHAEL L	Research re: monoline claims and related issues (3.4), review pleadings and case law re: same (1.4), c/f with B. O'Neill re: same (.3).	5.10	2,779.50
11/13/12	RINGER, RACHAEL L	Review research re: analysis of monoline claims (.4).	0.40	218.00
11/14/12	SCHMIDT, SHAI	Research re classification of claims (5); prepare summary re same for B O'Neill (4).	9.00	4,905.00
11/14/12	ZIDE, STEPHEN	Emails with MoFo re claim stipulations (.4).	0.40	288.00
11/14/12	BYOWITZ, ALICE J	Research issues re: monoline claims (1.1). Email correspondence with R. Ringer re: same (1.2). Research re: put-back claims (5.7). Draft memo re: same (1.4). Email correspondence with R. Ringer re: same (0.3).	9.70	4,025.50
11/14/12	O'NEILL, P. BRADLEY	Review emails re monoline claims (.4); correspondence with R. Ringer re same (.3)	0.70	553.00
11/14/12	MIRVIS, DORI Y	Researched case law re: claim issues (1); draft summary of same (.7)	1.70	824.50
11/15/12	BYOWITZ, ALICE J	Research (1.0) and analyze putback claims (4.3); diagram relationship between parties (2); revise same (.3); emails with R. Ringer re monoline claim outline (.4); draft same (1.1); revise monoline claim outline (1.3); email correspondence with R. Ringer re same (.4)	10.80	4,482.00
11/15/12	SCHMIDT, SHAI	Legal research re analysis of monoline claims	4.00	2,180.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/12	RINGER, RACHAEL L	E-mails with A. Byowitz re: monoline claim issues (.6), review monoline policies (4.3), revise analysis re: same (4.5).	9.40	5,123.00
11/16/12	BYOWITZ, ALICE J	Meeting with R. Ringer re: monoline claims outline (.8). Revise same (1.0).	1.80	747.00
11/16/12	ALLARD, NATHANIEL	Emails w/ E. Frejka, R. Friedman, and R. Ringer re: borrower claim issues (.3); monitor docket and follow-up emails with R. Ringer re: same (.3)	0.60	249.00
11/16/12	RINGER, RACHAEL L	Discussions with A. Byowitz re: monoline claims (.8), e-mails with G. Liu and L. Pettit re: same (.3), revise monoline claims memo (1.7)	2.80	1,526.00
11/18/12	BYOWITZ, ALICE J	Revise monolines claims outline (0.7). Email correspondence with R. Ringer re: monolines claims outline (0.3).	1.00	415.00
11/18/12	RINGER, RACHAEL L	Review (1.5) and revise (2.5) memo re: analysis of creditor claims, emails with A. Byowitz and S. Schmidt re: same (.7); research re: same (1.5).	6.20	3,379.00
11/19/12	BYOWITZ, ALICE J	Meetings with R. Ringer re: claims analysis (0.4). Research re: same (1.8). Email correspondence with R. Ringer re same (0.2).	2.40	996.00
11/19/12	LIU, GILBERT	Review of R. Ringer memorandum re: monoline claims (0.8); revise sections describing securitization transaction structures and cash flow structure (2.2); Correspondence w/R. Ringer re: changes (0.2)	3.20	2,608.00
11/19/12	RINGER, RACHAEL L	Review (2.0) and revise (2.6) monoline claims memo.	4.60	2,507.00
11/20/12	O'NEILL, P. BRADLEY	Review memo re: monoline claims (1.9) C/F with R. Ringer re same (.2)	2.10	1,659.00
11/20/12	RINGER, RACHAEL L	Revise monoline claims outline (6.7); discussion with B. O'Neill re: same (.2); follow up e-mails with S. Schmidt and A. Byowitz re: same (.4).	7.30	3,978.50
11/21/12	SCHMIDT, SHAI	Legal research re monoline claim issues.	2.00	1,090.00
11/21/12	BYOWITZ, ALICE J	Meetings with R. Ringer re: claims analysis (0.4). conduct research re: same (6.0). Email correspondence with R. Ringer re same (0.2).	6.60	2,739.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

January 31, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/21/12	LIU, GILBERT	Email correspondence with S. Zide re: severability issues (0.1); Correspondence with R. Ringer re: monoline claims issues (0.1)	0.20	163.00
11/21/12	RINGER, RACHAEL L	Discussions with A. Byowitz re: monoline claims research (.4); follow up emails with G. Liu and L. Pettit re: same (.3).	0.70	381.50
11/21/12	MANNAL, DOUGLAS	Prep for (.3) and attend conference call with RMBS trustee counsel re: monoline claims (1.1)	1.40	1,106.00
11/25/12	SCHMIDT, SHAI	Legal research re monoline claim analysis (3); draft summary re same for B O'Neill (2).	5.00	2,725.00
11/26/12	ZIDE, STEPHEN	Review chart on claims filed (.2); emails and call with S. Tandberg re same (.2); correspondence with R. Ringer re same (.1).	0.50	360.00
11/26/12	SCHMIDT, SHAI	Research re monoline claim analysis.	0.50	272.50
11/27/12	ALLARD, NATHANIEL	Analyze claims held by litigation creditors.	0.40	166.00
11/27/12	FREJKA, ELISE S	Discuss strategy for analysis of class claims with R. Ringer.	0.30	226.50
11/28/12	RINGER, RACHAEL L	Review and comment on claims summary (.8)	0.80	436.00
11/29/12	SCHMIDT, SHAI	Research re monoline claims analysis (4); preparing memo re same for B O'Neill (3.5).	7.50	4,087.50
11/30/12	SCHMIDT, SHAI	Research re monoline claims analysis (4); preparing memo re same for B O'Neill (3).	7.00	3,815.00
11/30/12	O'NEILL, P. BRADLEY	Review research re: monoline claims (1.5); review email from S. Schmidt re: same (.9); correspondence with R. Ringer re same (.3); review cases re: same (1.1)	3.80	3,002.00
11/30/12	RINGER, RACHAEL L	Review research re: analysis of monoline claims (1.0), draft summary of same (.9).	<u>1.90</u>	<u>1,035.50</u>
TOTAL			<u>222.50</u>	<u>\$123,217.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

January 31, 2013
Invoice No. 613981

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
LUTGENS, CHRISTINE	PARTNER	0.70	658.00
FREJKA, ELISE S	SPEC COUNSEL	2.90	2,189.50
ZIDE, STEPHEN	ASSOCIATE	1.00	720.00
RINGER, RACHAEL L	ASSOCIATE	0.90	490.50
ALLARD, NATHANIEL	ASSOCIATE	<u>3.30</u>	<u>1,369.50</u>
TOTAL		<u>8.80</u>	<u>\$5,427.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALLARD, NATHANIEL	Respond to (.3) and research creditor inquiries (.4), emails w/ R. Ringer, S. Zide, C. Lutgens re: same (.2)	0.90	373.50
11/01/12	LUTGENS, CHRISTINE	Emails with R. Ringer, S. Zide, N. Allard re creditor inquiries (.2); review email attachments and reply re: pension inquiries (.5).	0.70	658.00
11/01/12	RINGER, RACHAEL L	E-mails with N. Allard re: pension creditor inquiries (.2), revise e-mail to C. Lutgens re: same (.1).	0.30	163.50
11/01/12	FREJKA, ELISE S	Call with R. Friedman regarding creditor inquiries received and responses to same (.3); review call logs re: same (.4).	0.70	528.50
11/05/12	ALLARD, NATHANIEL	Respond to and research creditor inquiries.	0.30	124.50
11/06/12	ALLARD, NATHANIEL	Emails w/ C. Lutgens re: creditor inquiries (.4); emails w/ R. Ringer re: same (.2)	0.60	249.00
11/06/12	FREJKA, ELISE S	Emails with R. Friedman regarding call log, responses and bar date extension (.2); review call log (.7).	0.90	679.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	FREJKA, ELISE S	Call with Silverman Acampora regarding common creditor inquiries and responses (.7); call with creditor regarding notices (.3); emails with N. Rosenbaum regarding reservation of rights regarding triggering RESPA response (.3).	1.30	981.50
11/09/12	ZIDE, STEPHEN	Call with creditor re sale process (.6); discussion and emails with R. Ringer re pension questions for creditor questions (.4).	1.00	720.00
11/09/12	RINGER, RACHAEL L	Discussions and e-mails with S. Zide re: pension questions for creditor questions (.4), e-mail with C. Lutgens re: same (.2)	0.60	327.00
11/14/12	ALLARD, NATHANIEL	Review creditor inquiries (.3), email correspondence w/ E. Frejka and R. Ringer re: same (.3)	0.60	249.00
11/15/12	ALLARD, NATHANIEL	Monitor call and email logs re: creditor inquiries, email with R. Ringer re: same.	0.50	207.50
11/21/12	ALLARD, NATHANIEL	Review call and email logs re: recent creditor inquiries.	0.20	83.00
11/26/12	ALLARD, NATHANIEL	Review call logs re: recent creditor inquiries.	0.10	41.50
11/27/12	ALLARD, NATHANIEL	Review call and email logs re: recent creditor inquiries.	<u>0.10</u>	<u>41.50</u>
TOTAL			<u>8.80</u>	<u>\$5,427.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)January 31, 2013
Invoice No. 613981**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	1.20	1,188.00
MANNAL, DOUGLAS	PARTNER	4.50	3,555.00
FREJKA, ELISE S	SPEC COUNSEL	15.70	11,853.50
RINGER, RACHAEL L	ASSOCIATE	2.50	1,362.50
ALLARD, NATHANIEL	ASSOCIATE	0.30	124.50
SHAIN, ALIYA	PARALEGAL	<u>0.50</u>	<u>142.50</u>
TOTAL		<u>24.70</u>	<u>\$18,226.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/02/12	FREJKA, ELISE S	Revise SilvermanAcampora retention application.	1.70	1,283.50
11/05/12	FREJKA, ELISE S	Discuss open Pachulski retention issues with R. Ringer.	0.20	151.00
11/05/12	RINGER, RACHAEL L	E-mails with B. Masumoto re: revised Pachulski retention application, e-mails and discussion with E. Frejka re: same (.3)	0.30	163.50
11/08/12	FREJKA, ELISE S	Revise Silverman Acampora retention application (1.8); emails with R. Ringer regarding Pachulski retention application (.2).	2.00	1,510.00
11/09/12	FREJKA, ELISE S	Correspondence re: open Pachulski retention issues with R. Ringer (.2); comment on Pachulski application (.4); comment on SilvermanAcampora declaration (.9).	1.50	1,132.50
11/09/12	RINGER, RACHAEL L	E-mails with S. Zide re: Pachulski retention application issues, correspondence with E. Frejka re: same (.3), e-mail to B. Masumoto re: same (.1).	0.40	218.00
11/13/12	RINGER, RACHAEL L	Review Pachulski retention application for filing (.7), coordinate with A. Shain re: notice of same (.4)	1.10	599.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/12	FREJKA, ELISE S	Review final comments to Pachulski retention application (.7); substantially revise Silverman Acampora retention application and declaration (3.2); emails with R. Ringer and Pachulski regarding Pachulski disclosure and resolution of same (.6).	4.50	3,397.50
11/15/12	ALLARD, NATHANIEL	Compile documents for meeting re: regulatory issues.	0.30	124.50
11/15/12	FREJKA, ELISE S	Call with R. Friedman regarding Silverman Acampora retention (.3); call with L. Marinuzzi and N. Rosenbaum regarding Pachulski disclosure (.4); follow up calls with R. Feinstein regarding same (.4); revise disclosure in Pachulski retention application (1.2); email to MoFo regarding same (.2); discuss same with D. Manna (.3).	2.80	2,114.00
11/15/12	MANNAL, DOUGLAS	Meet with potential candidate for special regulatory counsel (1.2); discuss disclosure in Pachulski retention application with E. Frejka (.3).	1.50	1,185.00
11/15/12	ECKSTEIN, KENNETH H.	Meeting with potential candidate for special regulatory counsel (1.2).	1.20	1,188.00
11/15/12	RINGER, RACHAEL L	Attend portion of meeting with potential special regulatory counsel re: retention and regulatory matters (.5).	0.50	272.50
11/16/12	RINGER, RACHAEL L	E-mails with Committee co-chairs re: Silverman Acampora retention application.	0.20	109.00
11/19/12	FREJKA, ELISE S	Discuss Pachulski retention with L. Marinuzzi.	0.20	151.00
11/21/12	FREJKA, ELISE S	Review status of Pachulski retention application (.2); discuss changes to Silverman Acampora order with R. Friedman as requested by Debtors (.2); draft language to address Debtors notice concerns (.4).	0.80	604.00
11/21/12	MANNAL, DOUGLAS	TCF with potential special regulatory counsel, re Committee conference call (.6).	0.60	474.00
11/26/12	FREJKA, ELISE S	Review Pachulski revised declaration (.8) comment on same (1.2).	2.00	1,510.00
11/30/12	SHAIN, ALIYA	Revise SilvermanAcampora retention application (.3); update case calendar re: same (.2).	0.50	142.50
11/30/12	MANNAL, DOUGLAS	TCF with numerous potential candidates for special regulatory counsel.	<u>2.40</u>	<u>1,896.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)

January 31, 2013
Invoice No. 613981

TOTAL **24.70** **\$18,226.00**

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	0.10	72.00
RINGER, RACHAEL L	ASSOCIATE	27.60	15,042.00
ALLARD, NATHANIEL	ASSOCIATE	19.70	8,175.50
SHAIN, ALIYA	PARALEGAL	38.60	11,001.00
GOOT, RACHEL L	PARALEGAL	<u>51.00</u>	<u>15,045.00</u>
TOTAL		<u>137.00</u>	<u>\$49,335.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.70	705.50
11/01/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	0.40	218.00
11/02/12	ALLARD, NATHANIEL	Review statement for compliance with U.S. Trustee guidelines in preparation for next interim fee application.	3.70	1,535.50
11/02/12	GOOT, RACHEL L	Organize ResCap billing files (3.0); begin ResCap disbursements with N. Allard (3.0).	6.00	1,770.00
11/02/12	RINGER, RACHAEL L	E-mails with D. Mannal re: billing and objection deadlines (.4), review fee statements for potential write-offs (.9), e-mails with F. Arias re: same (.2).	1.50	817.50
11/05/12	ALLARD, NATHANIEL	Review statement for compliance with U.S. Trustee guidelines in preparation for next interim fee application (.2); review fee statements of committee professionals (.2)	0.40	166.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/05/12	GOOT, RACHEL L	Prepare disbursements sheets (3.0), numerous t/cs with F. Arias re: disbursements and write-offs (1.5), review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.0).	5.50	1,622.50
11/05/12	SHAIN, ALIYA	Email coordination with R. Goot re: preparation of fee exhibits (.6); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (4.0).	4.60	1,311.00
11/05/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (3.0); emails with A. Shain and H. Vanaria re bill coordination (.6).	3.60	1,962.00
11/06/12	ALLARD, NATHANIEL	Prepare hard-copy of fee apps, emails w/ R. Ringer re: same (.1); emails w/ A. Shain re: fee statement (.1)	0.20	83.00
11/06/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.80	826.00
11/06/12	SHAIN, ALIYA	Email correspondence with R. Ringer and N. Allard re: September invoice (.5); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (5.0).	5.50	1,567.50
11/06/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	0.80	436.00
11/07/12	GOOT, RACHEL L	Meet with R. Ringer re: disbursements (.4); t/cs with F. Arias re: same (.6); review same (1.0); review statement to prepare exhibits to fee application (5.6).	7.60	2,242.00
11/07/12	SHAIN, ALIYA	Review disbursements backup with R. Goot and R. Ringer (.6); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.5).	3.10	883.50
11/07/12	RINGER, RACHAEL L	Discussions with R. Goot re: disbursements back-up, review same (.4), review billing for privilege issues in preparation of next interim fee application (2.4)	2.80	1,526.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	GOOT, RACHEL L	Finalize disbursements (2.0); t/cs with finance dept. re: same (.5); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.0).	5.50	1,622.50
11/08/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	1.90	1,035.50
11/09/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.50	737.50
11/09/12	RINGER, RACHAEL L	Call with B. Masumoto re: Moelis fee application issues (.2), review billing for privilege issues in preparation of next interim fee application (.7)	0.90	490.50
11/11/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	3.90	2,125.50
11/12/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.30	940.50
11/12/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	1.40	763.00
11/13/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.70	1,535.50
11/13/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.6); update expenses re: same (.5); emails with R. Ringer and N. Allard re: same (.2).	3.30	940.50
11/13/12	RINGER, RACHAEL L	Numerous e-mails with A. Shain and R. Goot re: fee statement (.5), review billing for privilege issues in preparation of next interim fee application (4.0)	4.50	2,452.50
11/14/12	ALLARD, NATHANIEL	Correspond w/ A. Shain re: disbursements (.5)	0.50	207.50
11/14/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.10	598.50
11/15/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.7), correspond with A. Shain re: same (.3), discuss w/ R. Ringer re: same (.1)	2.10	871.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/15/12	GOOT, RACHEL L	Finalize disbursements sheet (1.5); emails to A. Shain re: same (.5).	2.00	590.00
11/15/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.50	712.50
11/16/12	RINGER, RACHAEL L	Finalize fee statement for service on the notice parties (1.0), e-mails with S. Zide re: same (.3), discussion with D. Mannal re: fees, review pleading re: same (.4)	1.70	926.50
11/20/12	SHAIN, ALIYA	Finalize cover-letter for September bill (.5); update bill packages to send out (1.0).	1.50	427.50
11/21/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application.	2.00	1,090.00
11/26/12	ZIDE, STEPHEN	Email with R. Ringer re sup. to Moelis fee app (.1).	0.10	72.00
11/26/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1.6), review Analytic Focus bill (.6)	2.20	1,199.00
11/26/12	SHAIN, ALIYA	File supplemental statement of fees on behalf of Moelis (.5); coordinate service of same (.2); emails with R. Ringer re: fee statements (.4).	1.10	313.50
11/27/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (.4), discuss same w/ A. Shain (.2).	0.60	249.00
11/27/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.4); discuss same with N. Allard (.2).	1.60	456.00
11/27/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.4); prepare disbursements files (2.4).	4.80	1,416.00
11/28/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.00	1,245.00
11/28/12	SHAIN, ALIYA	Review statement to prepare exhibits to fee application (4.0); coordinate with accounting re: same (.2).	4.20	1,197.00
11/28/12	GOOT, RACHEL L	Review disbursements for write offs consistent with UST guidelines (4.0), review statement to prepare exhibits to fee application (2.8).	6.80	2,006.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/29/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.00	415.00
11/29/12	GOOT, RACHEL L	Review backup for disbursements (2.0); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.5).	4.50	1,327.50
11/29/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.50	997.50
11/30/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.80	1,162.00
11/30/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.00	885.00
11/30/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	<u>2.30</u>	<u>655.50</u>
TOTAL			<u>137.00</u>	<u>\$49,335.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)January 31, 2013
Invoice No. 613981**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	6.10	4,605.50
MIRVIS, DORI Y	ASSOCIATE	1.00	485.00
KAUP, ANASTASIA N	ASSOCIATE	<u>5.90</u>	<u>2,861.50</u>
TOTAL		<u>13.00</u>	<u>\$7,952.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	FREJKA, ELISE S	Analysis of second lien motions to modify the automatic stay (2.1).	2.10	1,585.50
11/02/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay and foreclosures (.4); review/revise spreadsheet and case calendar re: same (.2); emails w/ E. Frejka re: same (.1).	0.70	339.50
11/05/12	KAUP, ANASTASIA N	Review docket for events and filings re: automatic stay, foreclosures (.1); review notice re: rescheduled hearing (.1).	0.20	97.00
11/07/12	MIRVIS, DORI Y	Researched case law re: lifting automatic stays (.5); Revised summary chart re: same (.5).	1.00	485.00
11/08/12	KAUP, ANASTASIA N	Review notice of adjournment re: motion for relief from automatic stay (.1); update spreadsheet summarizing same (.1).	0.20	97.00
11/09/12	FREJKA, ELISE S	Comment on JPMChase order regarding second lien motions to modify the automatic stay (.9); analysis of pending motions and informal requests for lien relief (2.2).	3.10	2,340.50
11/12/12	KAUP, ANASTASIA N	Review filings re: automatic stay relief and foreclosures (.5); update/revise spreadsheet and case calendar re: same (.3); emails w/ E. Frejka, R. Ringer re: same (.3).	1.10	533.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/16/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay and foreclosures (.5); review/revise spreadsheet and case calendar documents summarizing same (.3); emails with E. Frejka re same (.2).	1.00	485.00
11/21/12	KAUP, ANASTASIA N	Review filings re: automatic stay relief, foreclosures (.2); summarize same, update spreadsheet and case calendar summarizing same (.2); emails w/ E. Frejka re: same (.1).	0.50	242.50
11/21/12	FREJKA, ELISE S	Review status of current motions for relief from stay and second lien relief motions.	0.90	679.50
11/26/12	KAUP, ANASTASIA N	Emails w/ R. Ringer, N. Allard re: automatic stay relief and foreclosure filings, case calendar (.1).	0.10	48.50
11/30/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay and foreclosures (1.3); summarize same, update summary spreadsheet and case calendar re: same (.6); emails w/ E. Frejka re: same (.2).	<u>2.10</u>	<u>1,018.50</u>
TOTAL			<u>13.00</u>	<u>\$7,952.00</u>

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
FAX 212.715.8000

February 28, 2013

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 614076
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through December 31, 2012,
as per the attached time detail.

FEES	\$2,729,512.00
DISBURSEMENTS AND OTHER CHARGES	<u>71,630.11</u>
INVOICE TOTAL	<u>\$2,801,142.11</u>

Amounts due may be remitted by wire transfer.

To: Citibank, N.A.
Citicorp Center 153 E. 53rd Street NY, N.Y. 10043
ABA #021000089
Account: Kramer Levin Naftalis & Frankel LLP Money Market A\C 9992122019
By Order of: Invoice No. 614076
Citibank Contact: Gaetana Mauceli (212) 559-0165

TIME AND DISBURSEMENT AMOUNTS POSTED AFTER THE BILLING PERIOD SHOWN
ON THIS INVOICE WILL APPEAR ON A SUBSEQUENT INVOICE.

DUE AND PAYABLE UPON RECEIPT. THE LEGAL RATE OF INTEREST WILL BE
CHARGED FOR BALANCES OUTSTANDING OVER 30 DAYS.

TAX ID# 13-1944339

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	3.20	3,168.00
MANNAL, DOUGLAS	PARTNER	2.90	2,291.00
SIEGEL, CRAIG L	ASSOCIATE	1.20	894.00
ZIDE, STEPHEN	ASSOCIATE	3.10	2,232.00
SHIFER, JOSEPH A	ASSOCIATE	1.20	804.00
RINGER, RACHAEL L	ASSOCIATE	4.20	2,289.00
ALLARD, NATHANIEL	ASSOCIATE	17.00	7,055.00
LI, JENNIFER W	ASSOCIATE	0.50	207.50
SHAIN, ALIYA	PARALEGAL	4.00	1,140.00
GOOT, RACHEL L	PARALEGAL	<u>1.90</u>	<u>560.50</u>
<u>TOTAL</u>		<u>39.20</u>	<u>\$20,641.00</u>

SUMMARY OF DISBURSEMENTS AND OTHER CHARGES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
PHOTOCOPYING	4,483.64
CONFERENCE CALLS	20,713.44
WESTLAW ON-LINE RESEARCH	15,755.43
LEXIS/NEXIS ON-LINE RESEARCH	13,787.10
COURTLINK SEARCHES	2.58
MESSENGER/COURIER	154.26
CAR SERVICE/CAB FARES	3,110.19
OVERTIME MEALS/IN-HOUSE	2,123.40
DIGITAL CONVERSION	2,142.08
MEETINGS	3,600.65
TRANSCRIPT FEES	216.00
DOCUMENT RETRIEVAL FEES	<u>5,541.34</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)

February 28, 2013
Invoice No. 614076

TOTAL DISBURSEMENTS AND OTHER CHARGES

\$71,630.11

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	ALLARD, NATHANIEL	Meet w/ D. Mannal, S. Zide& R. Ringer re: WIP & Case status (1.0); follow-up discussions w/ R. Ringer re: same (.4); update case calendar (.3); review recently filed pleadings and distribute same (.3)	2.00	830.00
12/03/12	ALLARD, NATHANIEL	Draft chart of works in progress and open items.	4.00	1,660.00
12/03/12	ZIDE, STEPHEN	Meet with D. Mannal, R. Ringer, J. Shifer, N. Allard and C. Siegel re WIP and case status (1).	1.00	720.00
12/03/12	RINGER, RACHAEL L	Revise WIP (.2), meeting with D. Mannal, S. Zide and N. Allard re: WIP (1.0), e-mails with D. Mannal re: CRO (.2), review and revise WIP (.3); discuss same with N. Allard (.4).	2.10	1,144.50
12/03/12	SHIFER, JOSEPH A	Attend portion of WIP meeting with D. Mannal, S. Zide, R. Ringer, and N. Allard (.6)	0.60	402.00
12/03/12	SIEGEL, CRAIG L	Prepare for (.2) and attend (1.0) meeting w/ D. Mannal, S. Zide, J. Shifer, R. Ringer, & N. Allard re: WIP and open items.	1.20	894.00
12/03/12	MANNAL, DOUGLAS	Discussions with S. Zide, R. Ringer and N. Allard re: WIP and Case Status (1.0).	1.00	790.00
12/04/12	ALLARD, NATHANIEL	Create updated WIP list (1.2), correspond w/ R. Ringer re: same (.3); monitor docket and circulate pleadings (.1)	1.60	664.00
12/04/12	LI, JENNIFER W	Correspondence with K. Rau re: review of recent case law (.3); meet with D. Mirvis re: same (.2).	0.50	207.50
12/04/12	RINGER, RACHAEL L	Review and revise WIP list, e-mails with N. Allard and J. Shifer re: same (.5).	0.50	272.50
12/05/12	ALLARD, NATHANIEL	Update WIP and case calendar (.2)	0.20	83.00
12/06/12	ALLARD, NATHANIEL	Update case calendar and review recently filed pleadings.	0.20	83.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/12	ECKSTEIN, KENNETH H.	Meeting w/J. Dubel, T. Marano, G. Lee re case issues (2.5); follow up discussions with J. Dubel re: same (.7).	3.20	3,168.00
12/07/12	SHAIN, ALIYA	Organize electronic files by work category (.7); pull and organize recently filed pleadings (.7).	1.40	399.00
12/09/12	ALLARD, NATHANIEL	Update WIP & case calendar (.2), correspond re: same w/ R. Ringer same (.2)	0.40	166.00
12/10/12	ALLARD, NATHANIEL	Meet w/ D. Mannal, C. Siegel, S. Zide, J. Shifer and R. Ringer re: WIP (.4), Update WIP (.6), correspond w/ R. Ringer re: same (.1)	1.10	456.50
12/10/12	ZIDE, STEPHEN	Attend WIP meeting with D. Mannal, J. Shifer, R. Ringer, N. Allard and C. Siegel (.4).	0.40	288.00
12/10/12	MANNAL, DOUGLAS	Meeting with S. Zide and N. Allard re: WIP (.4); review WIP and case calendar (.7).	1.10	869.00
12/11/12	ALLARD, NATHANIEL	Monitor docket (.1), distribute recently filed pleadings (.2), update case calendar (.2)	0.50	207.50
12/12/12	ALLARD, NATHANIEL	Update case calendar (.1); monitor docket and distribute recently filed pleadings (.1).	0.20	83.00
12/13/12	ALLARD, NATHANIEL	Monitor docket and distribute recently filed pleadings	0.30	124.50
12/13/12	SHAIN, ALIYA	Pull and organize newly filed pleadings.	0.70	199.50
12/14/12	ALLARD, NATHANIEL	Monitor docket, distribute recently filed pleadings and update case calendar	0.30	124.50
12/14/12	SHAIN, ALIYA	Pull and organize recently filed pleadings in electronic files (.7); update case calendar (.3).	1.00	285.00
12/14/12	SHAIN, ALIYA	Update case calendar with new dates on RMBS scheduling order.	0.50	142.50
12/17/12	ALLARD, NATHANIEL	Attend portion of meeting w/ D. Mannal, R. Ringer, S. Zide, C. Siegel re: WIP (.6), prepare for same (.3); update WIP (.2), update case calendar (.1), monitor docket and circulate newly filed pleadings (.2).	1.40	581.00
12/17/12	MANNAL, DOUGLAS	Office conference with S. Zide, N. Allard and R. Ringer re WIP	0.80	632.00
12/17/12	ZIDE, STEPHEN	Participate at portion of WIP meeting with D. Mannal, R. Ringer and N. Allard (.4).	0.40	288.00
12/17/12	RINGER, RACHAEL L	Attend WIP meeting with C. Siegel, D. Mannal, S. Zide, J. Shifer and N. Allard (.8).	0.80	436.00
12/18/12	ALLARD, NATHANIEL	Monitor docket and distribute pleadings (.2), review same (.1), update case calendar (.2)	0.50	207.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00001 (CASE ADMINISTRATION)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	GOOT, RACHEL L	Create TOCs for A. Shain binders.	1.90	560.50
12/20/12	ALLARD, NATHANIEL	Meet w/ D. Mannal, S. Zide, R. Ringer re: WIP (.5), update WIP (.3), update case calendar (.2).	1.00	415.00
12/20/12	ZIDE, STEPHEN	Attend WIP meeting with D. Mannal, R. Ringer and N. Allard (.5).	0.50	360.00
12/20/12	RINGER, RACHAEL L	Prepare for (.3) and attend (.5) meeting with D. Mannal, S. Zide and N. Allard re: WIP and open issues.	0.80	436.00
12/21/12	ALLARD, NATHANIEL	Correspondence w/ S. Zide re: WIP (.1), update WIP re: same (.2), circulate recently filed pleadings (.1), update case calendar (.1)	0.50	207.50
12/21/12	SHAIN, ALIYA	Organize recently filed pleadings and circulate to internal KL team.	0.40	114.00
12/21/12	SHIFER, JOSEPH A	Correspondence with D. Mannal, S. Zide, and R. Ringer re case status (.6)	0.60	402.00
12/26/12	ALLARD, NATHANIEL	Circulate newly filed pleadings and emails re: pleadings w/ S. Zide and B. O'Neill; update case calendar.	0.40	166.00
12/27/12	ALLARD, NATHANIEL	Discuss WIP w/ S. Zide (.3), updated WIP (.7), emails re: same w/ S. Zide, R. Ringer (.1); update case calendar (.2); review docket and circulate recently filed pleadings (.2)	1.50	622.50
12/27/12	ZIDE, STEPHEN	Review and revise WIP list (.4); speak with N. Allard re same (.3).	0.70	504.00
12/28/12	ALLARD, NATHANIEL	Update WIP (.3), correspond re: same w/ R. Ringer (.2), update case calendar (.1), monitor docket and circulate pleadings (.1)	0.70	290.50
12/31/12	ALLARD, NATHANIEL	Monitor docket, circulate pleadings and update case calendar	0.20	83.00
12/31/12	ZIDE, STEPHEN	Draft open issues list for case and email D. Mannal re same (.1).	<u>0.10</u>	<u>72.00</u>
TOTAL			<u>39.20</u>	<u>\$20,641.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.60	594.00
O'NEILL, P. BRADLEY	PARTNER	19.90	15,721.00
CHASS, MARK	ASSOCIATE	23.40	17,433.00
ZIDE, STEPHEN	ASSOCIATE	25.80	18,576.00
SHIFER, JOSEPH A	ASSOCIATE	3.10	2,077.00
DANIELS, ELAN	ASSOCIATE	14.90	10,430.00
SCHMIDT, SHAI	ASSOCIATE	40.00	21,800.00
ALMEDA, DOMINADOR E	PARALEGAL	1.70	501.50
SHAIN, ALIYA	PARALEGAL	<u>0.90</u>	<u>256.50</u>
TOTAL		<u>130.30</u>	<u>\$87,389.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	CHASS, MARK	Review AFI investigation outline background (1.0), analyze same (.5), review JSN memo re potential causes of action (1.4).	2.90	2,160.50
12/03/12	DANIELS, ELAN	T/C with T. Goren, S. Tandberg regarding preference analysis	0.30	210.00
12/03/12	ZIDE, STEPHEN	Emails with M. Chass re JSN issues (.1).	0.10	72.00
12/03/12	CHASS, MARK	Emails w/ S. Zide re complaint, causes of action against noteholders (.3), review memo for JSNs re potential causes of action (1.6), emails w/ J. Amster, K. Chin re same (.5), review ResCap public SEC filings re same (1.2), review recent articles re same (1.4), review background documents re claims vs Ally (1.9).	6.90	5,140.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/12	CHASS, MARK	Call w/ J. Amster re: UCC filing (.3); emails w/ E. Daniels, S. Zide re potential claims re noteholders (.6), review notice of asset sale re Canadian assets (.4).	1.30	968.50
12/04/12	ZIDE, STEPHEN	Review AFI DIP amendment (.4); emails with K. Eckstein and D. Mannal re same (.4). Emails with M. Chass re JSN claims (.3).	1.10	792.00
12/05/12	CHASS, MARK	Meeting w/ Alix, Pachulski, S. Zide, E. Daniels re JSN complaint, schedules (3.5), prepare for same (.8), review relevant docs re same (.6)	4.90	3,650.50
12/05/12	ZIDE, STEPHEN	Meet with E. Daniels, M. Chass, Pachulski and Alix re JSN complaint (3.5), email same re status of hearing and next steps on JSN complaint (.4); speak with E. Daniels re same (.2). Emails with T. Goren re AFI DIP issues (.2); follow up correspondence with J. Amster re same (.3).	4.60	3,312.00
12/05/12	DANIELS, ELAN	Prepare for (.5) and attend conference with Pachulski, AlixPartners, S. Zide, M. Chass regarding adversary complaint (3.5); speak w/ S. Zide re: next steps re: same (.2).	4.20	2,940.00
12/06/12	O'NEILL, P. BRADLEY	Confer w/ E. Daniels re: JSN complaint (.3).	0.30	237.00
12/06/12	DANIELS, ELAN	Confer w/ B. O'Neill re: complaint (.3); Email correspondence with Pachulski, AlixPartners, S. Zide, M. Chass regarding follow-up regarding adversary complaint (.4); correspondence with Debtors regarding open issues (.3); review hedge documents (.3).	1.30	910.00
12/06/12	CHASS, MARK	Emails w/ E. Daniels, S. Zide re: JSN complaint.	0.20	149.00
12/07/12	ZIDE, STEPHEN	Review comments to AFI DIP amendment (.3); emails and calls with T. Goren re same (.4); emails with Moelis re same (.2). Emails with E. Daniels re JSN complaint (.2).	1.10	792.00
12/09/12	ZIDE, STEPHEN	Review proposed DIP amendment (.4); emails and call with T. Goren re same (.7); draft detailed email to K. Eckstein, D. Mannal and Moelis re same (.6).	1.70	1,224.00
12/10/12	O'NEILL, P. BRADLEY	Conference w/ S. Zide re discussions with Debtor re: collateral issues (.4); review filed pleadings re: same (.9)	1.30	1,027.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	ZIDE, STEPHEN	Discuss status of STN hearing with B. O'Neill (4). Call with T. Goren re DIP issues (.3); discuss STN hearing w/ E. Daniels (.2). Call with White & Case and E. Daniels re STN hearing (.2). Email status update to K. Eckstein and D. Mannal re STN motion (.5).	1.60	1,152.00
12/10/12	DANIELS, ELAN	Call with S. Zide, H. Denman, J. Adams regarding STN Motion (.2); discuss STN motion w/ S. Zide (.2); review documents for posted collateral and email correspondence with T. Goren regarding same (.2)	0.60	420.00
12/10/12	CHASS, MARK	Emails w/ S. Zide, E. Daniels re JSN complaint, objections, potential resolution of same	0.70	521.50
12/10/12	SHIFER, JOSEPH A	Emails with S. Zide and E. Daniels re STN motion status (.4)	0.40	268.00
12/11/12	DANIELS, ELAN	Correspond with M. Chass regarding JSN investigation (.2)	0.20	140.00
12/11/12	ZIDE, STEPHEN	Emails with E. Daniels and D. Mannal re contribution claims (.3). Emails and calls with T Goren re AFI DIP amendment (.3) and review changes to same (.3); correspond with D Mannal re same (.3); confer w/ B. O'Neill re: settlement (.2)	1.40	1,008.00
12/11/12	O'NEILL, P. BRADLEY	CF with S. Zide re settlement (.2); review cases re: settlement authority (2.3).	2.50	1,975.00
12/11/12	SHAIN, ALIYA	Organize DIP stipulation for S. Zide (.3).	0.30	85.50
12/12/12	ZIDE, STEPHEN	Review DIP amendment (.2), draft UCC update on AFI DIP amendment (.7), emails with R Ringer re: same (.1), emails with T Goren re same (.1), conference w/ B. O'Neill re: STN motion (.2).	1.30	936.00
12/12/12	O'NEILL, P. BRADLEY	Conference w/ S. Zide re STN motion (.2); review cases re: same (.7).	0.90	711.00
12/13/12	ZIDE, STEPHEN	Call with UCC member re DIP amendment (.3).	0.30	216.00
12/13/12	DANIELS, ELAN	Correspond with D. Mannal, M. Chass regarding JSN claim issues (.3) and case law research regarding same (3.2).	3.50	2,450.00
12/13/12	DANIELS, ELAN	Review SOFA spreadsheets for preference issues (.6)	0.60	420.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/13/12	CHASS, MARK	Review documents re: subrogation issues (.9), emails w/ E. Daniels re: same (.3)	1.20	894.00
12/14/12	DANIELS, ELAN	T/C with Pachulski, AlixPartners regarding JSN adversary complaint (1.1);	1.10	770.00
12/14/12	CHASS, MARK	Review comments on draft complaint (.5), review JSN OM re: terms of exchange offer (.7), emails w/ E. Daniels re: same (.2).	1.40	1,043.00
12/17/12	O'NEILL, P. BRADLEY	Prepare for oral argument on standing motion (4.9); correspond w/ K. Eckstein, S. Zide re settlement (.6)	5.50	4,345.00
12/17/12	ZIDE, STEPHEN	Correspond with W&C and T. Goren re open issues on STN motion (1.5). Review and revise UCC update re same (.4)	1.90	1,368.00
12/17/12	ECKSTEIN, KENNETH H.	Call w/ C. Shore re: JSB, STN motion	0.60	594.00
12/18/12	SCHMIDT, SHAI	Research re standing issues and conversion (4.5); draft summary re same for S Zide (1.5).	6.00	3,270.00
12/18/12	O'NEILL, P. BRADLEY	Calls w/ C. Shore re JSN's (.9); review S. Schmidt email re STN standing (.4) review revised form of order (.3); confer w/ S. Zide re same (.2); confer w/ S. Zide re Chapter 7 (.3); prep for oral argument on standing motion (.1)	2.20	1,738.00
12/18/12	DANIELS, ELAN	Review (.5) and revise (.4) standing order and correspond with S. Zide, Pachulski regarding same (.5).	1.40	980.00
12/18/12	ZIDE, STEPHEN	Emails and calls with T. Goren re resolution of STN objections (.7); call with C. Shore re same (.4); follow up research (.4) and correspondence with B. O'Neill and S. Schmidt re same (.2), call w/ J. Brody re: standing issue upon conversion (.2); revise STN order (.8), confer w/ B. O'Neill re: same (.2), emails with Pachulski, E. Daniels re same (.3); confer w/ B. O'Neill re: Chapter 7 (.3).	3.50	2,520.00
12/18/12	SHAIN, ALIYA	Search SDNY Bankruptcy dockets for Motions to Prosecute Claims and Causes of Actions.	0.60	171.00
12/18/12	CHASS, MARK	Review schedules to draft complaint (.8), conference call w/ Pachulski, Alix re same (.5), review comments on standing order re venue (.4) and email correspondence w/ S. Zide, E. Daniels re same (.2)	1.90	1,415.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/18/12	CHASS, MARK	Review revised schedules to draft complaint (.3), review STN motion and proposed resolution to objections (1.1), review revised JSN complaint (.6)	2.00	1,490.00
12/19/12	DANIELS, ELAN	Review revised STN order (.1) and email correspondence with B. O'Neill, S. Zide regarding same (.1); conference w/ B. O'Neill and S. Zide in preparation for hearing for standing to prosecute adversary complaint (.9); email correspondence with Pachulski regarding exhibits to JSN adversary complaint (.3)	1.40	980.00
12/19/12	ZIDE, STEPHEN	Conference w/ B. O'Neill and E. Daniels to prepare for hearing for standing to prosecute adversary complaint (.9); follow-up conference w/ B. O'Neill re: same (.6); Correspond with T. Goren, C. Shore and R. Schrock re open issues on STN motion (1.5); revise same (.2); further prepare for JSN hearing (.5).	3.70	2,664.00
12/19/12	SCHMIDT, SHAI	Research re dissolution of committee upon conversion (2); research re STN motions (3); draft summaries re same for J. Shifer (1).	6.00	3,270.00
12/19/12	ALMEDA, DOMINADOR E	Review draft UCC-3 partial releases (.6); review lien search results for filed copies of same to collect as exhibits for the adversary complaint (.8); communications w/ E. Daniels re: same (.3).	1.70	501.50
12/19/12	O'NEILL, P. BRADLEY	Prep for oral argument on standing motion (4.3), conference w/ S. Zide, E. Daniels re: same (.9); follow-up conference w/ S. Zide re: same (.6) Calls w/ C. Shore, R. Schrock re order (.7); review form of order (.4); correspond w/ R. Ringer, S. Zide re hearing on standing motion (.3).	7.20	5,688.00
12/19/12	SHIFER, JOSEPH A	Research re STN settlement authority (2.3) and follow up emails re: same with S. Zide (.4)	2.70	1,809.00
12/20/12	SCHMIDT, SHAI	Research re surcharge under section 506(c) (2.5); draft summary for J Shifer re same (1.5).	4.00	2,180.00
12/20/12	ZIDE, STEPHEN	Revise STN order to reflect resolution of objections (.7), circulate to parties (.1) and calls with WC and MoFo re same (.2).	1.00	720.00
12/21/12	SCHMIDT, SHAI	Research re surcharge under section 506(c) (2); research re case law on same (3); draft summary for J Shifer re same (2).	7.00	3,815.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00002 (DIP FINANCING/CASH COLLATERAL)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/21/12	ZIDE, STEPHEN	Correspond with J. Shifer re research on JSN claims (.5).	0.50	360.00
12/26/12	ZIDE, STEPHEN	Review research on lien surcharge and email S. Schmidt re same (.4); correspond with J. Shifer re same (.2).	0.60	432.00
12/26/12	SCHMIDT, SHAI	Legal research re: "adequate protection" (2); e-mails with J. Shifer re: same (1.3); legal further research re: collateral issues (1.8); draft summary re: same for S. Zide and J. Shifer (1.9).	7.00	3,815.00
12/27/12	SCHMIDT, SHAI	Legal research re: "adequate protection" (2.5); e-mails with S. Zide and J. Shifer re: same (1.8); legal research re collateral issues (2.2); draft summary re: same for S. Zide and J. Shifer (3.5).	10.00	5,450.00
12/27/12	ZIDE, STEPHEN	Emails with S. Schmidt and J. Shifer re adequate protection research (.5). Emails with Pachulski re STN complaint (.3).	0.80	576.00
12/28/12	ZIDE, STEPHEN	Call with D. Mannal and E. Daniels re JSN guaranty claims (.5); follow up with J. Shifer re same (.1).	0.60	432.00
12/28/12	DANIELS, ELAN	Correspond with J. Shifer, S. Schmidt regarding subrogation, diminution in value (.3).	<u>0.30</u>	<u>210.00</u>
TOTAL			<u>130.30</u>	<u>\$87,389.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
KROUNER, SHARI K.	PARTNER	45.50	38,220.00
MANNAL, DOUGLAS	PARTNER	8.00	6,320.00
RUDDER, RICHARD	COUNSEL	15.70	15,150.50
ZIDE, STEPHEN	ASSOCIATE	30.20	21,744.00
SHIFER, JOSEPH A	ASSOCIATE	28.00	18,760.00
DANIELS, ELAN	ASSOCIATE	1.80	1,260.00
BLABEY, DAVID E	ASSOCIATE	1.00	720.00
ALLARD, NATHANIEL	ASSOCIATE	1.30	539.50
SHAIN, ALIYA	PARALEGAL	<u>0.30</u>	<u>85.50</u>
TOTAL		<u>131.80</u>	<u>\$102,799.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	RUDDER, RICHARD	Review Fannie and Freddie Settlement Agreements.	2.70	2,605.50
12/03/12	ZIDE, STEPHEN	Emails with R. Rudder re cure for GSE (.1); emails with T. Goren re cure issues (.1).	0.20	144.00
12/03/12	KROUNER, SHARI K.	Review cure objection chart (1.0); review stipulation resolving Dallas CPT cure objection (.3); emails w/ R. Rudder re same (.3).	1.60	1,344.00
12/03/12	SHIFER, JOSEPH A	Review RFoC sale materials (.8) and begin drafting summary re same (.7)	1.50	1,005.00
12/04/12	ALLARD, NATHANIEL	Call w/ S. Zide, S. Krouner and MoFo re: cure claims (.8).	0.80	332.00
12/04/12	ZIDE, STEPHEN	Review Debtors' chart on status of cure claims (.8); call with MoFo, S. Krouner, N. Allard re same (.8); review analysis on Canada De Minimis Asset Sale (.5), revise same (.3), discussions with J. Shifer re same (.5).	2.90	2,088.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00003 (USE, SALE OR LEASE OF PROPERTY)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/12	KROUNER, SHARI K.	Call w/ MoFo, S. Zide, N. Allard re cure claims (.8); review revised cure objection chart (.8); review Syncora order (.7).	2.30	1,932.00
12/04/12	DANIELS, ELAN	Email correspondence with S. Zide, J. Shifer regarding RFoC sale (.3);	0.30	210.00
12/04/12	SHIFER, JOSEPH A	Draft summary of RFoC sale (1.2) and revisions to same (.5), discuss same w/ S. Zide (.5) and S. Hasan (.1).	2.30	1,541.00
12/04/12	ZIDE, STEPHEN	Discuss company presentation with T. Goren (.3) and J. Dermot (.3).	0.60	432.00
12/05/12	ALLARD, NATHANIEL	Review de minimis asset sale (.1), conference re: same w/ J. Shifer (.2); correspond w/ S. Zide and S. Martin re: rejection of lease and contract (.2).	0.50	207.50
12/05/12	ZIDE, STEPHEN	Call w/ S. Krouner re: cure issues (.4); emails w/ J. Shifer re: Canada asset sale (.2).	0.60	432.00
12/05/12	KROUNER, SHARI K.	Prepare for (.3) and call w/ MoFo re: cure claims (.5).	0.80	672.00
12/05/12	KROUNER, SHARI K.	Review APAs re contract rejection issues (.6); call w/ S. Zide re cure issues (.4); emails with J. Taylor re same (.1)	1.10	924.00
12/05/12	RUDDER, RICHARD	Draft memo re: Fannie Cure Settlement for S. Zide.	2.10	2,026.50
12/05/12	SHIFER, JOSEPH A	Further review of RFoC sale materials (.8) and correspond with S. Zide and S. Hasan re same (.5), conference with N. Allard re same (.2)	1.50	1,005.00
12/06/12	ZIDE, STEPHEN	Review article on Ocwen regulatory issues (.2); email Moelis re same (.1).	0.30	216.00
12/06/12	RUDDER, RICHARD	Draft memo re: Fannie Settlement for S. Zide.	2.60	2,509.00
12/06/12	SHAIN, ALIYA	Research article re: Ocwen Mortgage-Practice Monitor for S. Zide	0.30	85.50
12/07/12	ZIDE, STEPHEN	Emails and calls with S. Tandberg re GSE cure claim analysis (.5).	0.50	360.00
12/10/12	ZIDE, STEPHEN	Emails with MoFo on cure issues (.2)	0.20	144.00
12/10/12	KROUNER, SHARI K.	Review Ocwen APA & schedule C (1.2); emails w/ S. Zide & MoFo re cure claims (.4)	1.60	1,344.00
12/12/12	ZIDE, STEPHEN	Emails with S. Krouner and T. Goren re cure claim analysis (.1).	0.10	72.00
12/12/12	KROUNER, SHARI K.	Emails w/ S. Zide re cure claims	0.10	84.00

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12/13/12	ZIDE, STEPHEN	Call with MoFo and S. Krouner re status of cure claims (1.1); review chart re same (.1); follow up emails with T. Goren re same (.1).	1.30	936.00
12/13/12	KROUNER, SHARI K.	Review settlement agreement memos (.5); review updated cure claims chart & back up (1); call w/ MoFo & S. Zide re cure claims (1.1); t/c w/ N. Evans re APA status & closing issues (.8); review Ocwen & BH APAs (.9)	4.30	3,612.00
12/14/12	ZIDE, STEPHEN	Emails and calls with T. Goren and J. Dermont re meeting on GSE cure issues (.4).	0.40	288.00
12/14/12	KROUNER, SHARI K.	Review FGIC cure claim filings (.5) and MoFo backup re same (.4).	0.90	756.00
12/14/12	BLABEY, DAVID E	Review draft reply on cure issues (.5) and correspond re: same with J. Shifer and S. Zide (.5).	1.00	720.00
12/15/12	ZIDE, STEPHEN	Emails with S. Krouner and Moelis re cure claims meeting (.1).	0.10	72.00
12/17/12	ZIDE, STEPHEN	Review analysis of GSE cure claims (.7); emails with Alix re same (.2); call with Alix, S. Krouner, and Moelis re same (.7).	1.60	1,152.00
12/17/12	KROUNER, SHARI K.	Review cure claims presentation and analyses (1.3); attend portion of call w/ S. Zide, Alix, Moelis re same (.3)	1.60	1,344.00
12/18/12	KROUNER, SHARI K.	Prepare for (1.5) and attend cure claims meeting at MoFo w/ S. Zide, R. Rudder, D. Mannal, Centerview, FTI, MoFo, company (1.5); follow up w/ MoFo re certain GSE issues (.9); emails w/ MoFo, Alix, Moelis, S. Zide re calls w/ Fannie & Freddie (.7).	4.60	3,864.00
12/18/12	RUDDER, RICHARD	Attend meeting by phone re GSE cure claims w/ D. Mannal, S. Zide, Centerview, MoFo, FTI and company.	1.50	1,447.50
12/18/12	ZIDE, STEPHEN	Meet with Centerview, MoFo, FTI, ResCap, D. Mannal, R. Rudder, S. Krouner re status of GSE cure claims (1.5); follow up emails with T. Goren and R. Rudder re same (.3); review presentation re same (.5).	2.30	1,656.00
12/18/12	MANNAL, DOUGLAS	Attend portion of meeting by phone re GSE cure claims w/ R. Rudder, S. Krouner, S. Zide, Centerview, FTI, MoFo, and company.	0.80	632.00

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12/19/12	ZIDE, STEPHEN	Emails and call with T. Goren re backup bidder issue (.2). Review Freddie Mac Cure Analysis (.3); correspond with Centerview, S. Krouner and S. Tandberg re same (.7).	1.20	864.00
12/19/12	KROUNER, SHARI K.	Review Freddie cure analysis (1.0); calls & follow-up w/ K. Chopra re same (.6); emails w/ T. Goren re FHA sales (.3)	1.90	1,596.00
12/20/12	KROUNER, SHARI K.	Review UCC asset disposition presentation (1.7); correspond w/ S. Zide re cure claims (.4); Calls w/ MoFo re BH & Ocwen sale status (.6); call w/ K. Chopra re Fannie & Freddie status (.1).	2.80	2,352.00
12/21/12	KROUNER, SHARI K.	Review Fannie cure analysis (1.2); call w/ K. Chopra re Fannie & Freddie calls and analysis (.7); review BH & Ocwen APAs re closing provisions (1.3); calls w/ MoFo re status (.5).	3.70	3,108.00
12/21/12	ZIDE, STEPHEN	Emails with S. Krouner re GSE cure claims (.3).	0.30	216.00
12/22/12	RUDDER, RICHARD	Review sale procedures motion and offer sheet for sale of FNA loans.	0.50	482.50
12/23/12	RUDDER, RICHARD	Review Mortgage Loan Purchase Agreement and ISA	2.10	2,026.50
12/23/12	KROUNER, SHARI K.	Review orders (.4), offering sheet (1.0), procedures (1.2), MLPSA (.6) re FHA sale.	3.20	2,688.00
12/23/12	ZIDE, STEPHEN	Review FHA sale documents (1.5); email K. Eckstein, J. Shifer and J. Dermot re same (.2).	1.70	1,224.00
12/24/12	RUDDER, RICHARD	Review FNA mortgage loan purchase and ISA Agreement, finalize markup and circulate.	0.50	482.50
12/24/12	ZIDE, STEPHEN	Review FHA sale procedures motion (1.4); call with Moelis and S. Krouner re same (.4); follow up with J. Shifer re same (.2); email summary to UCC re same (.5).	2.50	1,800.00
12/24/12	MANNAL, DOUGLAS	Review proposed FHA loan sale issues (1.4); emails with Moelis and Alix re same (.3); correspond with S. Zide re same (.4)	2.10	1,659.00
12/24/12	KROUNER, SHARI K.	Call w/ Moelis re FHA loans (.4); review Rudder mark up of MLPSA (1.0)	1.40	1,176.00
12/25/12	ZIDE, STEPHEN	Review FHA sale documents (.5); emails with J. Shifer re open issue list (1); revise same (.8).	2.30	1,656.00
12/25/12	SHIFER, JOSEPH A	Review FHA sale motion (1.2) and proposed procedures (1.0) and draft issue list (1.2), follow up emails to S. Zide (.3).	3.70	2,479.00

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12/26/12	KROUNER, SHARI K.	Call w/ S. Zide, J. Shifer, Moelis re: FHA loans (1.0); call w/ T. Goren & S. Zide re: same (.5); emails w/ Moelis, S. Zide re FHA loan issues (.6), revise UCC update re: same (.4).	2.50	2,100.00
12/26/12	RUDDER, RICHARD	Review markup of MLPSA	0.50	482.50
12/26/12	SHIFER, JOSEPH A	Call with S. Zide, S. Krouner, Moelis re FHA sale issues (1.0), revise procedures re same (1.8), draft lengthy email to committee re same (.8), numerous emails with S. Hasan re analysis of sale procedures (1.3)	4.90	3,283.00
12/26/12	ZIDE, STEPHEN	Call w/ S. Krouner, J. Shifer, Moelis re: FHA loan sale (1.0), call w/ T. Goren and S. Krouner re: same (.5), emails w/ S. Krouner re: same (.3); revise procedures re: same (.4), correspond w/ J. Shifer re: same (.4), draft (.5) and revise (.3) summary update to UCC re: same; correspond w/ S. Hasan, J. Shifer re: open issues re: FHA loan sale (.4).	3.80	2,736.00
12/27/12	ZIDE, STEPHEN	Call with Moelis, S. Krouner re FHA sale (.6); review markup of procedures (.4) and emails with J. Shifer and Moelis re same (.4); follow up call with company, MoFo, Moelis, FTI and Centerview re same (1.2).	2.60	1,872.00
12/27/12	KROUNER, SHARI K.	Call w/ Moelis, S. Zide re: FHA loan sale (.6); call w/ S. Zide, MoFo, Moelis, FTI, Centerview, ResCap re: same (1.2); emails w/ Moelis, S. Zide re FHA loan issues (.8); review markup of procedures (.7)	3.30	2,772.00
12/27/12	RUDDER, RICHARD	Attend portion of call w/ MoFo re: FHA Loan sale issues.	1.10	1,061.50
12/27/12	SHIFER, JOSEPH A	Review Moelis analysis re FHA issues (1.1), emails with L. Parsons re same (.3), call with S. Krouner, S. Zide and Moelis re: same (.6); call w/ S. Krouner, S. Zide, company, MoFo, Moelis, CVP, FTI re: same (1.2); draft lengthy email to S. Krouner, S. Zide re status of FHA issues (.6), revise procedures and emails re: same w/ S. Zide, S. Krouner (.7), follow up emails with S. Zide (.3)	4.80	3,216.00

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12/28/12	ZIDE, STEPHEN	Emails with Moelis re FHA sale procedures (.5); call with Moelis, R. Rudder, S. Krouner, J. Shifer re same (.5); follow up emails with T. Goren, J. Shifer, S. Krouner and R. Rudder re same (.5); follow up emails with J. Shifer and L. Parsons re same (.5). Call with T. Goren re open cure issues for 1/10 hearing (.5); follow-up with S. Engelhart re same (.1). Emails with J. Shifer and R. Ringer re update to UCC on FHA sale (.5).	3.10	2,232.00
12/28/12	KROUNER, SHARI K.	Call w/ Moelis, S. Zide, R. Rudder, J. Shifer re: FHA loan sale (.5), emails w/ S. Zide, Moelis, R. Rudder, J. Shifer re: same (.9); review MLPSA (.6), review mark-up of sale procedures (.8), review SBO stipulation (.6).	3.40	2,856.00
12/28/12	RUDDER, RICHARD	Conf. call w/ S. Krouner, S. Zide and J. Shifer re: FHA loan sale (.5); draft update email re: same (1.6).	2.10	2,026.50
12/28/12	DANIELS, ELAN	Calls w/ T. Goren regarding origination stipulation (.6); correspondence w/ D. Mannal re same (.9)	1.50	1,050.00
12/28/12	MANNAL, DOUGLAS	Review proposed amendments to Origination Agreement (2.7); correspond with E. Daniels re same (.9); TCF with MoFo re same (.7); draft email to UCC re same (.8).	5.10	4,029.00
12/28/12	SHIFER, JOSEPH A	Call with S. Zide, S. Krouner, R. Rudder, Moelis re FHA sale procedures (.5), review revised procedures from MoFo (.8) and revise same (.6), emails with S. Zide re same (.4), draft UCC update email re FHA sale (.7) and follow up emails with S. Hasan re same (.6)	3.60	2,412.00
12/29/12	SHIFER, JOSEPH A	Review FHA sale orders (.4) and draft summary email to S. Zide re: same (.4)	0.80	536.00
12/30/12	KROUNER, SHARI K.	Review revised FHA order (.5), procedures (.8) and MLPSA (.5).	1.80	1,512.00
12/30/12	ZIDE, STEPHEN	Emails with J. Shifer re revised FHA sale documents (.4); emails with Moelis re open issues on same (.5).	0.90	648.00
12/30/12	SHIFER, JOSEPH A	Review revised FHA sale procedures (1.0) and draft email to S. Zide, L. Parsons, S. Krouner, R. Rudder, and S. Hasan re status of open issues (1.4).	2.40	1,608.00

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12/31/12	KROUNER, SHARI K.	Emails w/ Moelis re FHA loan issues (1.2); review markups of FHA loan orders/procedures (1.4)	2.60	2,184.00
12/31/12	ZIDE, STEPHEN	Emails with J. Shifer re FHA sale documents and open issues with same (.7).	0.70	504.00
12/31/12	SHIFER, JOSEPH A	Draft lengthy email to T. Goren re status of open FHA sale issues (1.0) and revise documents re same (.7), numerous emails with S. Zide re same (.8).	<u>2.50</u>	<u>1,675.00</u>
TOTAL			<u>131.80</u>	<u>\$102,799.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	53.30	52,767.00
TRACHTMAN, JEFFREY S.	PARTNER	5.70	5,073.00
HERZOG, BARRY	PARTNER	0.50	432.50
MANNAL, DOUGLAS	PARTNER	52.20	41,238.00
ZIDE, STEPHEN	ASSOCIATE	45.30	32,616.00
RINGER, RACHAEL L	ASSOCIATE	32.80	17,876.00
ALLARD, NATHANIEL	ASSOCIATE	38.40	15,936.00
SHAIN, ALIYA	PARALEGAL	<u>2.80</u>	<u>798.00</u>
<u>TOTAL</u>		<u>231.00</u>	<u>\$166,736.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	ALLARD, NATHANIEL	Review caselaw on intercompany claims.	2.30	954.50
12/02/12	ZIDE, STEPHEN	Review mediator motion (.5) and emails with D. Mannal and R. Ringer re same (.2).	0.70	504.00
12/02/12	MANNAL, DOUGLAS	Revise Debtors' draft mediator motion	1.20	948.00
12/03/12	ECKSTEIN, KENNETH H.	Call w/G. Lee re follow up on mediation and plan negotiations (.6)	0.60	594.00
12/03/12	ZIDE, STEPHEN	Review mediation motion (.4); revisions to same (2.3); discuss with R. Ringer, K. Eckstein and D. Mannal re same (.7); call with MoFo re same (.3).	3.70	2,664.00
12/03/12	MANNAL, DOUGLAS	Review plan waterfall issues (2.1); TCF with Moelis re same (.3); discussions with S. Zide and R. Ringer re: mediation motion (.7).	3.10	2,449.00
12/03/12	RINGER, RACHAEL L	Revise motion to appoint plan mediator (.3).	0.30	163.50
12/03/12	RINGER, RACHAEL L	Further revise mediation motion (.9), discussions with S. Zide and D. Mannal re: same (.7).	1.60	872.00

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12/04/12	ALLARD, NATHANIEL	Draft memo re: intercompany claims (.3)	0.30	124.50
12/04/12	ZIDE, STEPHEN	Confer with K. Eckstein and D. Mannal re mediation motion (.7).	0.70	504.00
12/04/12	MANNAL, DOUGLAS	Confer w/ K. Eckstein, S. Zide re: mediation motion (.7), confer w/ K. Eckstein re: plan model (.4); Review open issues regarding mediator and plan (3.8).	4.90	3,871.00
12/04/12	ECKSTEIN, KENNETH H.	Confer w/ D. Mannal, S. Zide re: mediation motion (.7), analyze same (.5), call with clients re: same (.4).	1.60	1,584.00
12/04/12	ECKSTEIN, KENNETH H.	Call with J. Dermont re model, negotiations, proposals (.7); confer w/ D. Mannal re same (.4).	1.10	1,089.00
12/05/12	ALLARD, NATHANIEL	Research re: Mediation Motion	0.20	83.00
12/05/12	ZIDE, STEPHEN	Emails with K. Eckstein re mediation motion (.3).	0.30	216.00
12/05/12	RINGER, RACHAEL L	Review research re: interaction of plan mediator and Judge (.3), revise mediation motion (1.3), discussion with D. Mannal re: same (.2), call w/ K. Eckstein re: same (.2).	2.00	1,090.00
12/05/12	MANNAL, DOUGLAS	Revise mediator motion (1.6), discuss same w/ R. Ringer (.2); review mediator SDNY Local rules (.3); call w/ J. Dubel, R. Wynne, K. Eckstein re: plan and related issues (2.0).	4.10	3,239.00
12/05/12	ECKSTEIN, KENNETH H.	Review mediation motion (.4), call with R. Ringer re same (.2); correspond w/G. Lee re: same (.3); call with J. Dubel, R. Wynne, D. Mannal re plan and related issues (2.0); call with M. Ellenberg re negotiations and related issues (.8); correspond w/J. Dermont re model (.4).	4.10	4,059.00
12/06/12	ALLARD, NATHANIEL	Research on third-party releases (2.2), correspond w/ R. Ringer re: same (.2).	2.40	996.00
12/06/12	ZIDE, STEPHEN	Emails with K. Eckstein and D. Mannal re mediation motion (.2).	0.20	144.00
12/06/12	MANNAL, DOUGLAS	Office conference with K. Eckstein re waterfall (.5); TCF with UCC re plan discussions (.4); conference call with MoFo, K. Eckstein, R. Ringer re mediation motion (.7), follow-up correspondence w/ K. Eckstein, R. Ringer re: same (.4).	2.00	1,580.00

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12/06/12	RINGER, RACHAEL L	Revise mediation/exclusivity motion (.7), call with R. Wynne and call with M. Ellenberg re: same (.3), call with K. Eckstein, D. Mannal, and MoFo re: same (.7), follow up correspondence w/ K. Eckstein, D. Mannal re: same (.3), review revised motion (.5)	2.50	1,362.50
12/06/12	ECKSTEIN, KENNETH H.	Office conference w/ D. Mannal re: waterfall (.5); review and comment on draft mediation motion (.3); calls w/ Committee members re comments to mediation motion (1.3); call with G. Lee re same (.6); call with L. Maranuzzi, D. Mannal, R. Ringer re motions, mediation scope (.7).	3.40	3,366.00
12/07/12	ALLARD, NATHANIEL	Research on plan releases (3.8), correspond w/ R. Ringer re: same (.2)	4.00	1,660.00
12/07/12	ALLARD, NATHANIEL	Draft memo re: plan releases	3.00	1,245.00
12/07/12	ECKSTEIN, KENNETH H.	Multiple calls throughout day with J. Dubel (.8), R. Wynne (.4), G. Lee (.5), G. Petrick (.8), M. Ellenberg (.3) re mediation motion and scope (.6); correspond with W. Curchack re same (.5). Attend portion of call w/ D. Mannal and J. Dermont re: plan discussions (1.1).	5.00	4,950.00
12/07/12	MANNAL, DOUGLAS	TCF with K. Eckstein and J. Dermont re POR discussions (2.2); review filed mediator motion (.1).	2.30	1,817.00
12/07/12	ZIDE, STEPHEN	Review Debtors' motions to appoint mediator and exclusivity (1).`	1.00	720.00
12/07/12	RINGER, RACHAEL L	Review revised motion for appointment of a mediator (.2), draft summary of changes in same (.2)	0.40	218.00
12/08/12	ALLARD, NATHANIEL	Draft memo on plan releases	1.80	747.00
12/08/12	ALLARD, NATHANIEL	Research (.5), draft (1.5), and revise (1.4) memo on intercompany claim issues.	3.40	1,411.00
12/09/12	ALLARD, NATHANIEL	Revise memo on plan releases (.4), correspond re: same w/ R. Ringer (.1); further revisions to same (.5).	1.00	415.00
12/09/12	ALLARD, NATHANIEL	Revise memo on intercompany claims (.8), create chart re: same (1.2)	2.00	830.00
12/09/12	MANNAL, DOUGLAS	Emails with K. Eckstein, S. Zide, R. Ringer re upcoming POR meeting.	0.20	158.00

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12/10/12	ALLARD, NATHANIEL	Revise intercompany claims memo (1.5), correspond w/ S. Zide re: same (.1), call w/ M. Landy re: same (.2)	1.80	747.00
12/10/12	ZIDE, STEPHEN	Call with K. Eckstein, D. Mannal and J Dermot re plan negotiations (1).	1.00	720.00
12/10/12	MANNAL, DOUGLAS	Call with K. Eckstein, S. Zide, J. Dermont re: plan negotiations.	1.00	790.00
12/11/12	MANNAL, DOUGLAS	Office conference with K. Eckstein and R. Ringer re response to exclusivity and mediation motion	1.30	1,027.00
12/11/12	RINGER, RACHAEL L	Office conference w/ K. Eckstein and D. Mannal re: response to exclusivity and mediator motion (1.3); Draft (2.0) and revise (1.8) pleading re: exclusivity/mediation motion.	5.10	2,779.50
12/11/12	ECKSTEIN, KENNETH H.	Office conference w/ D. Mannal and R. Ringer re: response to exclusivity and mediation motion (1.3); Call with R. Wynne (2x) re negotiations (.8); revise Committee statement re mediation and exclusivity (.6).	2.70	2,673.00
12/11/12	SHAIN, ALIYA	Draft reservation of rights re: exclusivity and mediator motions (.4).	0.40	114.00
12/12/12	ALLARD, NATHANIEL	Correspond w/ S. Zide re: intercompany claims (.1), revise memo re: same (1.4)	1.50	622.50
12/12/12	ZIDE, STEPHEN	Review revised mediation statements (1.3); speak with D. Mannal re same (.5); speak with R. Ringer re same (.5); revise same (1.2).	3.50	2,520.00
12/12/12	ZIDE, STEPHEN	Review inter company claims memo (1); revise same (.7); correspond with N. Allard re same (.5).	2.20	1,584.00
12/12/12	MANNAL, DOUGLAS	Revise mediation motion (2.5), speak w/ S. Zide re: same (.5), speak w/ R. Ringer re: same (.3); office conference with K. Eckstein, R. Ringer and J. Trachtman re same (1.1); further revise same (1.3).	5.70	4,503.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/12/12	RINGER, RACHAEL L	Revise exclusivity/mediation pleading (.8), review J. Trachtman comments to same (.5), discussion with D. Mannal re: same (.3), revise same per comments from D. Mannal (.5), attend portion of meeting with K. Eckstein, J. Trachtman, D. Mannal re: pleading (.9), revise same per comments from K. Eckstein (.9), correspond with J. Trachtman, D. Mannal, and K. Eckstein re: pleading (.3), speak w/ S. Zide re: same (.5), incorporate D. Mannal edits to pleading (.6), further review and revise same (.5).	5.80	3,161.00
12/12/12	ECKSTEIN, KENNETH H.	Review exclusivity and mediation pleading (.6), comment on same (.2); Office conference w/ D. Mannal, J. Trachtman, R. Ringer re: mediation pleading (1.1); review (.8) and comment on (.5) revised pleading.	3.20	3,168.00
12/12/12	ECKSTEIN, KENNETH H.	Call with K. Handley - AIG re plan, case issues (.8).	0.80	792.00
12/12/12	TRACHTMAN, JEFFREY S.	Edit statement on mediation process (2.6); meet with K. Eckstein, R. Ringer, D. Mannal re mediation statement (1.1); follow-up correspondence w/ K. Eckstein, D. Mannal, R. Ringer re: same (1.2).	4.90	4,361.00
12/13/12	ALLARD, NATHANIEL	Call w/ S. Zide and AlixPartners re: intercompany claims (.5), correspond w/ S. Zide re: same (.4); research re: same (2.0). revise memo re: same (.6).	3.50	1,452.50
12/13/12	ZIDE, STEPHEN	Call with Alix and N. Allard re intercompany claims (.5); follow up with N. Allard re same (.4); research re same (1.7).	2.60	1,872.00
12/13/12	ZIDE, STEPHEN	Review objections to exclusivity and mediation (1).	1.00	720.00
12/13/12	ECKSTEIN, KENNETH H.	Conference call with Cleary, Loeb re mediation statement (.8); review mediation and exclusivity pleading (.5), comment re: same (.5); calls w/ Committee counsel to Wilmington Trust and R. Ringer re same (.8); prepare for meeting with T. Marano, G. Lee, T. Hamzehpour re: plan issues (1.0); meet with T. Marano, T. Hamzehpour, G. Lee re same (3.8); call w/ J. Dubel re discussions (.7), calls with R. Wynne re: same (.5); confer w/ D. Mannal re: response to mediator motion (.3).	8.90	8,811.00

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12/13/12	MANNAL, DOUGLAS	Conference call with representatives of W&C re K. Patrick response letter and response to mediator motion (1.1); office conference with K. Eckstein re same (.3); review AIG statement re same (.4); review revised mediation statement (1.5), discuss same w/ R. Ringer (.4); email with MoFo re same (.2); email with Moelis re same (.4).	4.30	3,397.00
12/13/12	RINGER, RACHAEL L	Discussions with D. Mannal re: revisions to exclusivity pleading, revise same (.4), call with chambers re: same (.1), revise exclusivity/mediation pleading re: comments from Committee members and comments from K. Eckstein (.5), attend conference call w/ K. Eckstein, Cleary, Loeb re: mediation/exclusivity motion (.8), review and finalize draft of pleading (.6), e-mail to G. Lee and L. Marinuzzi re: same (.3).	2.70	1,471.50
12/13/12	TRACHTMAN, JEFFREY S.	Review other responses to mediation motion (.8).	0.80	712.00
12/14/12	ALLARD, NATHANIEL	Legal research on intercompany claim issues (1.5); update memo re: same (1.5)	3.00	1,245.00
12/14/12	ZIDE, STEPHEN	Call with T. Goren re intercompany claims and collateral issues (.4)	0.40	288.00
12/14/12	ZIDE, STEPHEN	Call with D. Mannal and R. Ringer re plan issues (.4).	0.40	288.00
12/14/12	ECKSTEIN, KENNETH H.	Call w/ D. Mannal, Moelis re waterfall analysis, preparation for upcoming plan meetings (1.3); correspond w/ G. Petrick, R. Wynne, J. Dubel re same (1.1); review and revise letter to K. Patrick (.5); confer w/ D. Mannal, R. Ringer re: plan, exclusivity (.7).	3.60	3,564.00
12/14/12	MANNAL, DOUGLAS	Call w/ S. Zide, R. Ringer re: plan issues (.4); call with K. Eckstein, Moelis re prep for upcoming POR meetings with UCC members (1.3); research subrogation claims (.6); revise UCC response to mediation motion (.8); confer w/ K. Eckstein, R. Ringer re: plan, exclusivity (.7)	3.80	3,002.00
12/14/12	MANNAL, DOUGLAS	TCF with RMBS holder re POR status and potential mediation	0.50	395.00
12/14/12	SHAIN, ALIYA	Prepare reservation of rights re: exclusivity for filing (.4); proofread same (.3); file and serve same (.4).	1.10	313.50

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12/14/12	RINGER, RACHAEL L	Call w/ D. Mannal and S. Zide re: plan issues (.4); Call with K. Eckstein and D. Mannal re: plan/exclusivity (.7)draft footnote re: K. Patrick response (.2), further revise same per D. Mannal comments (.3), e-mails to P. McElvain and M. Ellenberg re: same (.2), finalize pleading and coordinate filing (.9), follow-up correspondence with D. Mannal and K. Eckstein re: plan protocol (.3), review same (.3) and revise (.4).	3.70	2,016.50
12/15/12	ZIDE, STEPHEN	Review (.8) and revise (.6) plan assumptions memo; emails with D. Mannal and R. Ringer re same (.2).	1.60	1,152.00
12/15/12	RINGER, RACHAEL L	Correspond with D. Mannal re: plan assumptions (.4), revise chart re: same (1.7).	2.10	1,144.50
12/16/12	ZIDE, STEPHEN	Call with R. Ringer and D. Mannal re plan assumptions memo (.4); draft (2.0) and revise same (1.5); follow up correspondence with D. Mannal and R. Ringer re same (.7); review D. Mannal comments to same (.5); further revise same and email to K. Eckstein (.5). Review Moelis presentation re: plan (.9); call with Moelis, D. Mannal and R. Ringer and K. Eckstein re same (1.4). Emails with J. Shifer, S. Hasan and K. Eckstein re meeting on wind down issues (.2).	8.10	5,832.00
12/16/12	ECKSTEIN, KENNETH H.	Review Moelis waterfall and plan presentation materials (.8), comment re same (.4); conference call with Moelis, D. Mannal, S. Zide, R. Ringer re: plan and preparing for upcoming meetings (1.4).	2.60	2,574.00
12/16/12	ALLARD, NATHANIEL	Review (.9) and update (.7) memo on intercompany claims.	1.60	664.00
12/16/12	MANNAL, DOUGLAS	Conference call with Moelis, K. Eckstein, S. Zide, R. Ringer re: plan and preparing for upcoming meetings (1.4); Call w/ S. Zide, R. Ringer re: plan assumptions memo (.4), follow up emails w/ S. Zide, R. Ringer re: same (.8); revise plan assumption memo (2.9); review (.6) and comment on Moelis presentation (.5); email list of issues to group re POR (.7).	7.30	5,767.00
12/16/12	RINGER, RACHAEL L	Call w/ D. Mannal, S. Zide re: plan issues (.4)	0.40	218.00

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12/17/12	ALLARD, NATHANIEL	Update memo on intercompany claims (1.3), correspond w/ S. Zide re: same (.1); correspond w/ S. Zide re: schedules (.1)	1.50	622.50
12/17/12	MANNAL, DOUGLAS	Conference with MBIA, FGIC, Blackstone, Cadwalader, Jones Day, Moelis, K. Eckstein re plan process (2.8); follow-up discussions w/ Moelis, K. Eckstein re: same (.5).	3.30	2,607.00
12/17/12	ECKSTEIN, KENNETH H.	Call with Loeb (.4); J. Dubel (.6); R. Wynne (.4); G. Petrick (.3), all re: plan process; review Moelis materials for Committee (1.0), c/w J. Dubel re same (.4).	3.10	3,069.00
12/17/12	ECKSTEIN, KENNETH H.	Attend meeting w/MBIA, FGIC, Blackstone, Cadwalader, Jones Day, Moelis, D. Mannal re Waterfall, game plan for plan negotiation process (2.8); follow up discussions with Moelis, D. Mannal re: same (.5).	3.30	3,267.00
12/17/12	ZIDE, STEPHEN	Participate in portion of meeting at MoFo re wind down process (.3).	0.30	216.00
12/17/12	ZIDE, STEPHEN	Review intercompany claims memo and correspond with N. Allard re same (.5).	0.50	360.00
12/18/12	ECKSTEIN, KENNETH H.	Call w/ W. Curchack re: plan issues (.4), call w/MoFo re mediation, and related issues (.6); call w/ Committee co-chairs (.8); J. Dubel (.4); M. Ellenberg (.5) re: plan issues.	2.70	2,673.00
12/18/12	ZIDE, STEPHEN	Emails with K. Eckstein re plan issues (.5).	0.50	360.00
12/18/12	ZIDE, STEPHEN	Draft bondholder NDA (3); correspond with D. Mannal re same (.7).	3.70	2,664.00
12/19/12	ZIDE, STEPHEN	Revisions to draft NDA for bondholder (1.1); correspond with D. Mannal re same (.8).	1.90	1,368.00
12/19/12	ECKSTEIN, KENNETH H.	Correspond w/ D. Mannal, S. Zide re confidentiality agreement, mediation (.8)	0.80	792.00
12/19/12	SHAIN, ALIYA	Edit NDA with bondholder.	1.30	370.50
12/20/12	ZIDE, STEPHEN	Review (.4) and markup UCC presentation on plan considerations (.3).	0.70	504.00
12/20/12	MANNAL, DOUGLAS	Revise Moelis plan discussion deck	2.10	1,659.00
12/20/12	ECKSTEIN, KENNETH H.	Meet with M. Ellenberg re case issues (1.4).	1.40	1,386.00
12/21/12	ALLARD, NATHANIEL	Emails w/ D. Mannal, R. Ringer. C. Siegel re: claims (.2); Draft confidentiality agreements (1.1), emails w/ D. Mannal, S. Zide re: same (.1)	1.40	581.00

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12/21/12	ZIDE, STEPHEN	Review Moelis plan presentation (.5) and email K. Eckstein re same (.2); attend portion of meeting with K. Eckstein and D. Mannal re plan issues (.8).	1.50	1,080.00
12/21/12	ZIDE, STEPHEN	Review intercompany claims presentation (.5) and email M. Landy re same (.2).	0.70	504.00
12/21/12	ECKSTEIN, KENNETH H.	Meet w/ D. Mannal, S. Zide re mediation, Moelis statement, plan issues. (1.3).	1.30	1,287.00
12/21/12	ECKSTEIN, KENNETH H.	Call with G. Lee re plan (1.2); call with J. Dubel re: same (.3).	1.50	1,485.00
12/23/12	ALLARD, NATHANIEL	Redline confidentiality agreements, emails w/ S. Zide re: same	0.30	124.50
12/23/12	ZIDE, STEPHEN	Review comments to Paulson NDA (.3); email D. Mannal re same (.1).	0.40	288.00
12/24/12	ZIDE, STEPHEN	Call with D. Mannal re NDAs to foster negotiations (.4); revise same (1.6); email to K. Patrick counsel re same (.1); call with Paulson counsel re same (.5).	2.60	1,872.00
12/24/12	MANNAL, DOUGLAS	Revise confi agreements with creditors (.5); TCF with S. Zide re same (.4)	0.90	711.00
12/26/12	ALLARD, NATHANIEL	Draft confidentiality agreements (.4), update same (.2), redline same (.2), discuss same w/ S. Zide (.3).	1.10	456.50
12/26/12	ZIDE, STEPHEN	Discussions with N. Allard re NDAs for Law Debenture and Talcott Franklin (.3); emails to counsel for same (.3); correspond with D. Mannal re Paulson NDA (.4); revise same (.7); emails with counsel to Paulson re same (.1).	1.80	1,296.00
12/26/12	MANNAL, DOUGLAS	Review confi agreement with Paulson (1.2); email with S. Zide re same (.2).	1.40	1,106.00
12/27/12	ALLARD, NATHANIEL	Correspond w/ S. Zide re: intercompany claims	0.10	41.50
12/27/12	ALLARD, NATHANIEL	Draft contact chart for Mediator.	1.40	581.00
12/27/12	HERZOG, BARRY	Discuss w/ S. Zide treatment of Ally settlement payment.	0.50	432.50
12/27/12	ZIDE, STEPHEN	Calls and emails with Brown Rudnick re Paulson NDA (.5).	0.50	360.00
12/27/12	MANNAL, DOUGLAS	TCF with UCC members re plan process	1.70	1,343.00
12/27/12	ECKSTEIN, KENNETH H.	Call w/Judge Peck and Gary Lee re mediation issues	1.60	1,584.00
12/27/12	ZIDE, STEPHEN	Correspond with B. Herzog re tax issues for AFI settlement (.5).	0.50	360.00

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12/28/12	ALLARD, NATHANIEL	Meet w/ R. Ringer re: information for J. Peck (.2), revise chart re: same (.3); review confidentiality agreements (.2).	0.70	290.50
12/28/12	ZIDE, STEPHEN	Call and emails with Brown Rudnick re Paulson NDA (.2); email K. Eckstein, J. Dermot and D. Mannal re same (.3); follow up calls and emails with S. Wisner (.4). Review UCC confi agreements (.4); speak with R. Ringer re same (.3); speak with D. Mannal re same (.3).	1.90	1,368.00
12/28/12	RINGER, RACHAEL L	Draft (3.0) and revise (1.8) key constituent chart for Mediator, call with S. Zide re: confidentiality agreement, e-mail to D. Mannal re: same (.3), meeting with N. Allard re: key constituents chart (.2)	5.30	2,888.50
12/28/12	MANNAL, DOUGLAS	Correspondence with K. Eckstein re J. Peck meeting and next steps on mediation order and confi (.8); discuss same with S. Zide (.3).	1.10	869.00
12/30/12	ALLARD, NATHANIEL	Email w/ D. Mannal re: intercompany claims.	0.10	41.50
12/31/12	RINGER, RACHAEL L	Revise key constituents chart for mediator (.9)	0.90	490.50
12/31/12	ZIDE, STEPHEN	Emails with Brown Rudnick re open issues in Paulson NDA and timing (.4).	<u>0.40</u>	<u>288.00</u>
TOTAL			<u>231.00</u>	<u>\$166,736.50</u>

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	16.70	16,533.00
TRACHTMAN, JEFFREY S.	PARTNER	47.10	41,919.00
BENTLEY, PHILIP	PARTNER	7.60	6,574.00
SIMON, NORMAN	PARTNER	132.30	104,517.00
O'NEILL, P. BRADLEY	PARTNER	4.80	3,792.00
ROCHON, JENNIFER	PARTNER	75.70	59,803.00
HERZOG, BARRY	PARTNER	1.10	951.50
MANNAL, DOUGLAS	PARTNER	32.50	25,675.00
CHASS, MARK	ASSOCIATE	3.50	2,607.50
TAYLOR, JOEL M.	ASSOCIATE	3.00	2,235.00
HAMERMAN, NATAN	ASSOCIATE	78.00	58,110.00
SIEGEL, CRAIG L	ASSOCIATE	64.60	48,127.00
ZIDE, STEPHEN	ASSOCIATE	1.70	1,224.00
MOSES, MATTHEW B	ASSOCIATE	107.70	73,774.50
DANIELS, ELAN	ASSOCIATE	3.60	2,520.00
DUFFIELD, CARL D	ASSOCIATE	218.80	138,938.00
FORD, SAMANTHA	ASSOCIATE	186.50	118,427.50
ETTARI, SAMANTHA	ASSOCIATE	104.70	73,290.00
BLABEY, DAVID E	ASSOCIATE	22.70	16,344.00
CAHN, JOSHUA B	ASSOCIATE	11.00	4,840.00
RINGER, RACHAEL L	ASSOCIATE	5.50	2,997.50
DIFRANCESCO, KRISTIN	ASSOCIATE	99.50	54,227.50
JARIWALA, AAKASH	ASSOCIATE	61.80	33,372.00
MILLER, ASHLEY S	ASSOCIATE	0.90	535.50
ROSEN, SARAH N	ASSOCIATE	58.50	31,882.50
TRICARICO, LYNDIA M	ASSOCIATE	14.20	7,739.00
DENK, KURT M	ASSOCIATE	122.60	59,461.00
KAGAN, SAMANTHA M	ASSOCIATE	24.70	10,250.50
GRIBBON, SARA B	ASSOCIATE	26.00	10,790.00
TABAK, EMILY S	ASSOCIATE	133.10	64,553.50
SCHMIDT, SHAI	ASSOCIATE	9.00	4,905.00
REID, DENISE L	PARALEGAL	8.60	2,537.00

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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
SCARBROUGH, KIMESHA	PARALEGAL	44.60	13,157.00
CIFONE, DAWN	PARALEGAL	83.70	24,691.50
TOTAL		<u>1,816.30</u>	<u>\$1,121,301.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/12	TABAK, EMILY S	Review produced documents for 2004 subpoena re: investigation of prepetition transactions.	0.20	97.00
12/01/12	TABAK, EMILY S	Review produced documents for 2004 subpoena re: investigation of prepetition transactions.	2.70	1,309.50
12/01/12	DENK, KURT M	Correspondence with N. Hamerman re: recently identified key documents, and case status (.5). Research (2) and revise (3) memo for N. Hamerman re: legal claims analysis.	5.50	2,667.50
12/01/12	ETTARI, SAMANTHA	Continue revising asset transfer inserts for pleading (4.3); review of documents and public SEC filings in preparation for same (2.9); confer with C. Duffield re: inserts to investigation pleading (.2).	7.40	5,180.00
12/01/12	FORD, SAMANTHA	Conduct second level review of document production from Debtors/AFI re: relevance to investigation claims against AFI.	1.10	698.50
12/01/12	HAMERMAN, NATAN	Review memo re: TARP issues (.2); review GSE write-up (.4); correspondence with K. Denk re: recently identified key documents re: investigation (.5)	1.10	819.50
12/01/12	DUFFIELD, CARL D	Review documents produced in connection with 2004 motion re: prepetition related-party transactions (12.8); confer with S. Ettari re: investigation pleading inserts (.2).	13.00	8,255.00
12/02/12	ETTARI, SAMANTHA	Email with S. Ford, N. Hamerman, and C. Duffield re investigation pleading draft (.3).	0.30	210.00
12/02/12	ROSEN, SARAH N	Review produced documents for relevance to prepetition transactions and MSR Swap issues.	5.00	2,725.00

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12/02/12	DENK, KURT M	Correspondence with N. Hamerman re: case status and legal claims analysis.	0.80	388.00
12/02/12	SIEGEL, CRAIG L	Research and draft portions of pleading re: claims against AFI.	4.60	3,427.00
12/02/12	HAMERMAN, NATAN	Draft portions of pleading re: claims against AFI (3.0); emails with K. Denk re GSE write-up (.2); correspond with K. Denk re: case status and legal claims analysis (.8).	4.00	2,980.00
12/02/12	DUFFIELD, CARL D	Conduct factual research re: Ally Bank transfer (6.1).	6.10	3,873.50
12/03/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze pre-petition related-party transactions (1.8) and MSR related issues (1.0).	2.80	1,526.00
12/03/12	TABAK, EMILY S	Review documents produced by Debtors/AFI/affiliates in connection with investigation to determine relevance to claims against AFI.	1.40	679.00
12/03/12	TABAK, EMILY S	Draft memo comparing documents of interest re potential claims against AFI for S. Ettari and J. Rochon (3.7); confer with S. Ettari re: same (.8)	4.50	2,182.50
12/03/12	TABAK, EMILY S	Review produced documents re: relevance to investigation.	2.70	1,309.50
12/03/12	FORD, SAMANTHA	Legal research re: claims against AFI (2.0), drafted portion of pleading re: same (2.8); Analysis of additional produced discovery (2.2).	7.00	4,445.00
12/03/12	SIEGEL, CRAIG L	Met w/ J. Rochon & N. Simon re: FHFA claims and RFC research (.2); TC N. Hamerman re: same (.2); analyze RFC claims and FHFA lawsuit (.3); TCs with R. Ringer re: examiner submission (.3); emails R. Ringer & Moelis (Hasan) re: NDA (.5)	1.50	1,117.50
12/03/12	ETTARI, SAMANTHA	Telephone call with J. Rochon, and N. Simon re asset valuation (.5); Confer with AlixPartners, J. Rochon and N. Simon re asset transfer documents and valuation (.7); Review key bank asset transfer documents (4.2); Continue drafting sections of pleading re: claims against AFI (5.9); Confer with E. Tabak re document comparisons (.8).	12.10	8,470.00

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12/03/12	SIMON, NORMAN	Calls with J. Rochon and S. Ettari re: AFU presentation and valuation (.5); revise AFI presentation (1.8); Review Hamzehpour, Whitlinger deposition transcripts (1.8); Analysis of Ally Bank/MSR intersection (3.8); Call with Alix Partners, J. Rochon, S. Ettari re: asset transfer documents and valuation (.7); emails with K. Denk/correspondence with Moelis re: MSR issues (.3); emails with C. Siegel and J. Rochon re: same (.1); emails with K. Denk, S. Ettari, J. Rochon re: Ally Bank/MSR (.4); meet with J. Rochon and C. Siegel re: FHFA claims and RFC research (.2).	9.60	7,584.00
12/03/12	CAHN, JOSHUA B	Review produced discovery re: estate claims against AFI.	2.20	968.00
12/03/12	ROCHON, JENNIFER	Meeting with C. Siegel and N. Simon regarding FHFA claims and research issues (.2); discussions with N. Simon and S. Ettari regarding AFI presentation and valuation issues (.5); draft portions of AFI presentation (6.1); call with Alix Partners and N. Simon and S. Ettari re: asset transfer documents and valuation (.7).	7.50	5,925.00
12/03/12	MOSES, MATTHEW B	Assembled list of inside directors (3.3), revised portion of pleading re: claims against AFI (3.2), drafted additional portion of same (1.2).	7.70	5,274.50
12/03/12	JARIWALA, AAKASH	Review produced documents related to pre-petition transactions and MSR swap.	4.10	2,214.00
12/03/12	DIFRANCESCO, KRISTIN	Analyzed produced documents re: prepetition transactions (6.5) Drafted emails to S. Ettari and S. Ford explaining analysis of same (.5).	7.00	3,815.00

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12/03/12	DENK, KURT M	Review pleadings/updates in cases filed against AFI(.4), analyzed portions of same (.5), and drafted summary re: same (.4); Review emails from S. Ford and S. Ettari re: case status, document review, legal analysis (.6); calls with N. Hamerman re: analysis of key prepetition transaction documents (1.3) Analyzed key documents for purposes of sending on to financial advisors (1.8).` Performed second-level analysis of key documents flagged by review team re: MSR Swap analysis (3.6) and drafted notes re: same (1); confer with N. Hamerman re: GSE section of draft pleading re: claims against AFI (.4).	10.00	4,850.00
12/03/12	CIFONE, DAWN	Perform targeted searches in Relativity for Purchase Agreements and MMLPSA's (1.4); revise excel spreadsheet re: same (1.6); organize documents in electronic files (1.0); organize binder of same documents (3.7); Prepare corresponding index (0.8)	8.50	2,507.50
12/03/12	HAMERMAN, NATAN	Revise draft complaint against AFI (2.9); review portions of same (.9); confer with K. Denk re GSE section (.4); review documents circulated by review team re: MSR Swaps (.9); emails with C. Duffield re Moelis call (.3); t/c with C. Siegel re: RFC research (.2); t/c with K. Denk re: analysis of key prepetition transaction documents (1.3).	6.90	5,140.50
12/03/12	DUFFIELD, CARL D	Factual research for complaint re: Ally Bank transfer (6.8); email to S. Ettari re same (0.4); factual research re GSE reps and warranties (1.5).	8.70	5,524.50
12/03/12	RINGER, RACHAEL L	Call with C. Siegel re: examiner submission (.3).	0.30	163.50
12/04/12	TABAK, EMILY S	Review documents produced by Debtors/AFI/affiliates in connection with investigation to compare documents regarding pre-petition related-party transactions (5.2); revise memo re: same (.6).	5.80	2,813.00
12/04/12	TABAK, EMILY S	Edited memorandum re document comparison for J. Rochon.	0.60	291.00

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12/04/12	ETTARI, SAMANTHA	Telephone call with N. Simon, N. Hamerman and K. Denk re: AFI presentation (.8); Multiple telephone calls with M. Arango and M. Landy re prepetition asset transfer (1.5); Review key asset transfer documents (2.4); Review memorandum prepared by E. Tabak re operating agreements and email comments (.6); Confer with N. Hamerman, M. Moses re pleading issues, drafting, and research (.5); revise sections of complaint against AFI (5.2); telephone calls with J. Rochon re: draft complaint (.5).	11.50	8,050.00
12/04/12	SIMON, NORMAN	Meeting with J. Rochon re: AFI presentation (.5); Call with Moelis, N. Hamerman, K. Denk, S. Ettari re: same (.8); revise presentation to AFI (7); emails with K. Eckstein, J. Rochon, B. Berke re: same (.5); emails with J. Rochon, C. Siegel re: same (.2).	9.00	7,110.00
12/04/12	ROCHON, JENNIFER	T/c w/S. Ettari regarding drafting complaint (.5); meeting with N. Simon regarding complaint and AFI presentation (.5); drafting portions of AFI presentation (1.8); emails with C. Siegel regarding materials for AFI presentation (.2); review materials for AFI presentation (4.0)	7.00	5,530.00
12/04/12	MOSES, MATTHEW B	Draft portion of pleading re: claims against AFI (.9); draft factual allegations for pleading re: same (3.4); t/c with S. Ettari and N. Hamerman re: pleading issues, drafting and research thereto (.5).	4.80	3,288.00
12/04/12	DIFRANCESCO, KRISTIN	Analyzed produced documents re: prepetition transactions.	5.00	2,725.00
12/04/12	DENK, KURT M	Analyzed selected materials from relevant other litigation (1.1), and drafted summary re: same (.6). Reviewed and responded to litigation team emails from S. Ettari, N. Hamerman, etc re: case status, document review, legal analysis (.2). Prepared for (.5) and participate in call with S. Ettari, N. Simon, N. Hamerman and Moelis re: AFI presentation (.8) Performed second-level analysis of key documents flagged by review team (2.3). Performed legal research for ongoing development of case's legal theories (1.0).	6.50	3,152.50

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12/04/12	CAHN, JOSHUA B	Review materials related to Independent Directors (3.6), related correspondence with S. Ford re: same (.4).	4.00	1,760.00
12/04/12	SIEGEL, CRAIG L	TC w/ E. Daniels re: preference analysis and AFI investigation (.3)	0.30	223.50
12/04/12	SCARBROUGH, KIMESHA	Review documents to be cited in draft Complaint (2.6); confer with N. Hamerman re: documents to review for draft complaint (.8)	3.40	1,003.00
12/04/12	DANIELS, ELAN	T/C with C. Siegel regarding AFI investigation (.3)	0.30	210.00
12/04/12	REID, DENISE L	Organize requested production docs for production CD.	0.30	88.50
12/04/12	HAMERMAN, NATAN	Confer with C. Duffield re: draft complaint and related projects (2.0); confer re docs for draft complaint with K. Scarbrough (.8); emails re GSE project with C. Duffield (.4); revise draft complaint (2.7); call with K. Denk and N. Simon re: AFI presentation (.8); t/c with M. Moses, S. Ettari re: complaint (.5).	7.20	5,364.00
12/04/12	FORD, SAMANTHA	Document review re: potential claims against AFI (.7); conduct legal research re: same (3.2); drafting portion of complaint re: same (2.5); correspond with J. Cahn re: materials re: independent directors (.4).	6.80	4,318.00
12/04/12	DUFFIELD, CARL D	Factual research re GSE reps and warranties (2.2); confer with N. Hamerman re: draft complaint (2.0).	4.20	2,667.00
12/05/12	TABAK, EMILY S	Discussion w/ J. Rochon re: document review memorandum and analysis.	0.20	97.00
12/05/12	TABAK, EMILY S	Emails with w S. Ettari re: investigation research assignment	0.20	97.00
12/05/12	TABAK, EMILY S	Follow-up research and analysis of issues for Complaint.	0.30	145.50
12/05/12	TABAK, EMILY S	Follow-up research for memo re claims against AFI	5.90	2,861.50
12/05/12	ETTARI, SAMANTHA	Telephone call with Moelis and AlixPartners re valuation issues (1.0); Continue review of key bank transfer documents (4.4); Confer multiple times via email with M. Arango re same (.8); Continue drafting (2.2) and revising (3.0) pleading insert re bank transfer; t/c with J. Rochon re: AFI investigation (.1).	11.50	8,050.00

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12/05/12	ECKSTEIN, KENNETH H.	Call with N. Simon re legal presentation (.3)	0.30	297.00
12/05/12	MOSES, MATTHEW B	Drafted allegations for complaint re: estate claims.	5.40	3,699.00
12/05/12	ROCHON, JENNIFER	Drafting AFI presentation (3.8); t/c w/S Ettari regarding AFI presentation (.1); t/c w/N. Simon regarding AFI presentation (.1); meeting w/N. Simon to revise AFI presentation (1.2); t/c with E. Tabak re: memorandum (.2).	5.40	4,266.00
12/05/12	SIMON, NORMAN	Call with J. Rochon re: AFI presentation (.1); participate on call with Committee members re: investigation (.8); revise AFI presentation (5.4); Call with Moelis, Alix Partners and K. Denk re: same (1.3); emails with S. Ettari re: same (.2); Meeting with J. Rochon re: AFI presentation (1.2); call with K. Eckstein re: legal presentation (.3).	9.30	7,347.00
12/05/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR-related issues.	1.40	763.00
12/05/12	DENK, KURT M	Prepared for (.3) and participated in portion of status call with financial advisors and N. Simon re: AFI presentation (.7), and annotated case files notes accordingly (.2).	1.20	582.00
12/05/12	CIFONE, DAWN	Perform targeted searches in Relativity for Ally Bank Transfer documents and email documents to S. Ettari per Request (0.8); organize Ally Bank Transfer documents (3.5); Continue to organize Ally Bank Transfer documents (3.5); Continue to Pull Ally Bank Transfer documents (2.5).	10.30	3,038.50
12/05/12	CAHN, JOSHUA B	Review documents produced by Debtors/AFI/affiliates in connection with investigation to for relevance to claims against AFI (3), emails with S. Ford re: same (.3).	3.30	1,452.00
12/05/12	HERZOG, BARRY	Review (.3) and revise (.3) J. Rochon file memo re: TSA.	0.60	519.00
12/05/12	SCARBROUGH, KIMESHA	Review draft complaint (3.0); gather (2.0) and organize (2.0) relevant documents re: same.	7.00	2,065.00
12/05/12	HAMERMAN, NATAN	Revise complaint (5.5); calls with C. Duffield re same (1.9); attend Moelis conference re: same (.5); call with S. Ford re: investigation issues (1.0).	8.90	6,630.50

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12/05/12	FORD, SAMANTHA	Coordinate review of additional produced discovery (2.2); conduct document review re: potential claims against AFI (2.1); research re: factual issues for investigation presentation to Committee (2.1); assist S. Ettari to draft portions of presentation sections (2.3); call with N. Hamerman re: investigation issues (1.0).	9.70	6,159.50
12/05/12	DUFFIELD, CARL D	Factual research re GSE reps and warranties (9.6); call with N. Hamerman re: revisions to complaint (1.9)	11.50	7,302.50
12/06/12	TABAK, EMILY S	Research for J. Rochon project comparing and analyzing several documents of interest re claims against AFI	2.20	1,067.00
12/06/12	TABAK, EMILY S	Legal research re potential claims against AFI	2.10	1,018.50
12/06/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions	1.00	545.00
12/06/12	ETTARI, SAMANTHA	Continue editing (3.2) and revising (2.0) bank insert for pleading; meet with N. Simon, K. Eckstein, D. Mannal, J. Rochon, S. Ford, C. Siegel and J. Trachtman re: AFI presentation (1.7); Review summaries of key documents prepared by D. Cifone and E. Tabak (.5).	7.40	5,180.00
12/06/12	SIMON, NORMAN	Prepare for (.5) and attend (1.7) Meeting with K. Eckstein, D. Mannal, J. Rochon, J. Trachtman, S. Ford, C. Siegel and S. Ettari re: AFI presentation; meet with J. Rochon re: same (.4); follow-up emails with J. Rochon re: same (.3); further revise AFI presentation (2.3); Correspondence with Moelis, Alix Partners re: same (.5); Call with L. Parsons re: same (.3); calls with K. Denk re: same (.2); emails with J. Rochon re: same (.2); Meeting with J. Rochon re: AFI presentation (1); emails with S. Ford, S. Ettari re: same (.1).	7.50	5,925.00
12/06/12	DENK, KURT M	Reviewed litigation email correspondence re: AFI presentation (1.8) and t/c with N. Simon re: same (.2).	2.00	970.00
12/06/12	CIFONE, DAWN	Perform targeted searches in Relativity re MPA/MSR Swap documents (1.2); Perform searches in Relativity for documents cited in produced presentation (5.8).	7.00	2,065.00

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12/06/12	BLABEY, DAVID E	Emails with J. Trachtman re: Ally presentation (.1); review memos re release issues for same (.1).	0.20	144.00
12/06/12	JARIWALA, AAKASH	Review documents related to prepetition and MSR swap transactions.	0.90	486.00
12/06/12	ROCHON, JENNIFER	Revise AFI presentation (3.3); meeting with K. Eckstein, D. Mannal, N. Simon, C. Siegel, S. Ettari, S. Ford and J. Trachtman regarding AFI presentation (1.7); emails with N. Simon and J. Trachtman regarding inserts for AFI presentation (.3); meeting with N. Simon regarding AFI presentation (.4); review updated draft of AFI presentation (1.5); follow-up emails with N. Simon regarding complaint and AFI presentation (.2); meeting with N. Simon regarding AFI presentation (1.0).	8.40	6,636.00
12/06/12	TRACHTMAN, JEFFREY S.	Meet with N. Simon, J. Rochon, K. Eckstein, S. Ettari S. Ford, C. Siegel and D. Mannal re AFI presentation (1.7); emails with R. Ringer, N. Simon, J. Rochon re: presentation issues (.7).	2.40	2,136.00
12/06/12	SIEGEL, CRAIG L	Met w/ N. Simon, J. Rochon, K. Eckstein, D. Mannal, S. Ettari, S. Ford and J. Trachtman re: AFI presentation (1.7); TC E. Daniels re contribution claim and fraudulent transfer claim (.3)	2.00	1,490.00
12/06/12	MOSES, MATTHEW B	Drafted allegations for portion of pleading re: claims against AFI (4.6), conduct legal research re: standards for same (2.4).	7.00	4,795.00
12/06/12	HERZOG, BARRY	Review TSA related AFI emails (.3); draft related email to J. Rochon (.2).	0.50	432.50
12/06/12	MANNAL, DOUGLAS	Prepare for (.3) and attend (1.7) office conference with K. Eckstein, N. Hamerman, J. Rochon, N. Simon, J. Trachtman, C. Siegel and S. Ettari re AFI investigation	2.00	1,580.00
12/06/12	SCARBROUGH, KIMESHA	Review and gather material to be cited in the Complaint (5.5); review and gather material for upcoming Presentation (1.5).	7.00	2,065.00
12/06/12	DANIELS, ELAN	T/C with C. Siegel re: AFI presentation (.3); further email correspondence with C. Siegel regarding AFI contribution and preference claims (.6)	0.90	630.00

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12/06/12	HAMERMAN, NATAN	Prepare for (.3) and attend (1.7) conference with K. Eckstein, D. Mannal, J. Rochon, N. Simon, S. Ford, J. Trachtman and S. Ettari re: AFI investigation; emails with E. Daniels re swap collateral (.5); confer with C. Duffield re projects needed for UCC meeting (1.3).	3.80	2,831.00
12/06/12	FORD, SAMANTHA	Meeting with J. Rochon, N. Simon, N. Hamerman, C. Siegel, S. Ettari, D. Mannal, J. Trachtman and S. Ettari (1.7); reviewed recently received document productions (.7); drafted portion of pleading re: claims against AFI (2.4); review produced documents re: same (.5).	5.30	3,365.50
12/06/12	DUFFIELD, CARL D	Factual research re GSE reps and warranties (5.8); confer with N. Hamerman re: investigation projects in preparation for UCC meeting (1.3).	7.10	4,508.50
12/07/12	TABAK, EMILY S	Follow-up research for J. Rochon re: analysis of produced documents of interest re claims against AFI	1.50	727.50
12/07/12	DENK, KURT M	Email communications with S. Ettari re: document review status (.8). Analyzed document production batching statistics (.6) and edited document review protocol (.6).` Second-level document review of produced materials tagged as relevant re: analysis of prepetition related-party transactions (2.3), draft attorney-notes re: same (.7). Analyzed documents sent by financial advisors re: investigation issues (1.5).	6.50	3,152.50
12/07/12	CIFONE, DAWN	Perform targeted searches in Relativity of documents cited in AFI presentation.	7.00	2,065.00
12/07/12	TABAK, EMILY S	Review produced documents re: relevance to investigation of claims against AFI.	3.10	1,503.50
12/07/12	ETTARI, SAMANTHA	Email with K. Denk re document review and pleadings (.8); participate on part of telephone call with financial advisors, J. Rochon and N. Simon re: solvency analysis (.6)	1.40	980.00
12/07/12	JARIWALA, AAKASH	Review documents related to the MSR and pre-petition transactions.	3.60	1,944.00
12/07/12	ROCHON, JENNIFER	Revise AFI presentation (.7); t/c w/Alix Partners, N. Simon and S. Ettari regarding solvency analysis (.9).	1.60	1,264.00

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12/07/12	SIMON, NORMAN	Call with Alix Partners, J. Rochon, S. Ettari re: solvency analysis (.9); Calls/correspondence with Moelis re: same (.8).	1.70	1,343.00
12/07/12	FORD, SAMANTHA	Review produced discovery documents re: MSR Swap analysis (3.3); Preparation for presentation to counsel re: AFI (3.0)	6.30	4,000.50
12/07/12	HAMERMAN, NATAN	Calls (1.0) and emails (.4) with S. Rosen re: prepetition transactions; revise draft complaint (1.7). Emails with experts re financial analysis (.3).	3.40	2,533.00
12/07/12	TRACHTMAN, JEFFREY S.	Review materials re third party releases, RMBS for inclusion in AFI presentation (3.2); emails with R. Ringer, K. Eckstein, N. Simon re presentation issues (.6).	3.80	3,382.00
12/07/12	ROSEN, SARAH N	Review documents for pre-petition transactions and MSR-related issues (2.0); call with N. Hamerman re: same (1.0).	3.00	1,635.00
12/07/12	SIEGEL, CRAIG L	TC with M. Moses re: potential claims against AFI.	0.60	447.00
12/07/12	MOSES, MATTHEW B	Conduct legal research re: potential claims against AFI (3.9), revised summary of same (2.9), discussed same with C. Siegel (.6).	7.40	5,069.00
12/07/12	MANNAL, DOUGLAS	Email with K. Eckstein re investigation issues.	0.30	237.00
12/07/12	SCARBROUGH, KIMESHA	Review material for upcoming AFI Presentation (4.0); gathering of material for upcoming AFI Presentation (3.5).	7.50	2,212.50
12/07/12	REID, DENISE L	Organize documents cited in AFI presentation.	4.50	1,327.50
12/08/12	ETTARI, SAMANTHA	Email with J. Rochon re AFI presentation (.2).	0.20	140.00
12/08/12	ROCHON, JENNIFER	Revise AFI presentation (.8); emails with S. Ettari regarding AFI presentation (.2).	1.00	790.00
12/08/12	SIMON, NORMAN	Review Moelis working papers (1.1); emails with J. Rochon, C. Siegel, N. Hamerman, S. Ford re: same (.2).	1.30	1,027.00
12/08/12	TRACHTMAN, JEFFREY S.	Review and edit draft outline section for AFI presentation (1.3); emails N. Simon, D. Blabey, J. Rochon re outline of presentation (.6).	1.90	1,691.00
12/08/12	MOSES, MATTHEW B	Reviewed materials re: retention of counsel.	0.50	342.50
12/08/12	HAMERMAN, NATAN	Emails to J. Trachtman re AFI presentation.	0.20	149.00
12/09/12	SIMON, NORMAN	Revise AFI presentation (2.5); emails with J. Rochon re: same (.5); Correspondence with S. Ford re: same (.5).	3.50	2,765.00

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12/09/12	FORD, SAMANTHA	Reviewed produced documents for presentation to AFI (5.4); coordinate inclusion of documents in presentation re: claims against AFI (1.5); compile presentation re: same (3.7); call with N. Simon re: same (.5)..	11.10	7,048.50
12/09/12	TRACHTMAN, JEFFREY S.	Edit section of AFI presentation re: RMBS settlement (1.1); emails with N. Simon, D. Blabey, J. Rochon re same (.6).	1.70	1,513.00
12/09/12	ECKSTEIN, KENNETH H.	Emails w/ A. Schrock re AFI meeting and issues (.4)	0.40	396.00
12/09/12	MOSES, MATTHEW B	Conduct legal research re: potential claims against AFI (1.1). Summarize materials re: subservicing issues (.8).	1.90	1,301.50
12/09/12	SIEGEL, CRAIG L	Researched (2.4) and draft (3.4) talking points for presentation re BABCO/DOJ negotiations and Ally Bank indemnification payment	5.80	4,321.00
12/09/12	HAMERMAN, NATAN	Emails re third-party release issues with R. Ringer.	0.20	149.00
12/09/12	RINGER, RACHAEL L	Review hearing transcripts re: third party release issues (.8), e-mail to N. Hamerman re: same (.2), review memo re: additional third party release research (.6), e-mails to M. Moses re: subservicing objection and AFI control (.3), review and revise draft talking points re: AFI domination and control (.3)	2.20	1,199.00
12/10/12	TABAK, EMILY S	Review produced documents re: investigation of claims against AFI.	5.00	2,425.00
12/10/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR related issues.	3.50	1,907.50
12/10/12	FORD, SAMANTHA	Meeting with J. Rochon and N. Simon to review presentation materials (4.7); compile materials for presentation (5.6); coordinating with vendor to produce first draft of slide materials (1.9)	12.20	7,747.00
12/10/12	ETTARI, SAMANTHA	Confer with N. Simon to answer questions and pull documents for upcoming presentations (.8); Confer with N. Hamerman re pleading inserts (.2); revise AFI presentation (.8).	1.80	1,260.00

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12/10/12	SIMON, NORMAN	Revise AFI presentation (1.5); emails with K. Denk re: same (.2); emails with J. Rochon re: same (.1); Meeting with S. Ettari re: same (.8); meeting with K. Eckstein and J. Rochon re: AFI presentation (.6); Review RMBS objection for AFI presentation (.4); meet with S. Ford and J. Rochon re: AFI presentation materials (4.7)	8.30	6,557.00
12/10/12	HAMERMAN, NATAN	Calls with A. Jariwala and K. Denk re: status of draft sections of the complaint (.6). Call with S. Ettari re pleading insert (.2). Emails with S. Ettari re Alix review of presentation (.1).	0.90	670.50
12/10/12	JARIWALA, AAKASH	Call with N. Hamerman and K. Denk re: sections of draft complaint (.6); review produced documents related to the MSR and pre-petition transactions (8.5).	9.10	4,914.00
12/10/12	DENK, KURT M	Reviewed emails from N. Hamerman re: document production and case status (.3); Reviewed new docket entries in litigation of matters relevant to ResCap case (.1) and analyzed on-point materials of same (.3); call with N. Hamerman and A. Jariwala re: draft complaint (.6); prepare for upcoming client and adversary meetings by analyzing documents marked as hot by reviewers (1.7), summarize same in memo form (3.7); analyze documents of interest to financial advisors (Moelis) (2.9) and emails with S. Hasan and A. Gibler of Moelis re: same (.3).	9.90	4,801.50
12/10/12	TRACHTMAN, JEFFREY S.	Draft and edit section on releases for outline of AFI presentation (2.2); review materials re releases (1.2); emails with J. Rochon, K. Eckstein, N. Simon, R. Ringer re releases, presentation (.6).	4.00	3,560.00
12/10/12	ROCHON, JENNIFER	T/c w/ C. Siegel regarding breach of fiduciary claim (.4); emails w/N. Simon regarding AFI presentation (.1); emails w/N. Simon and vendors to discuss power point slides for AFI presentation (.5); meet with S. Ford and N. Simon re: AFI presentation materials (4.7); meeting with K. Eckstein and N. Simon regarding same (.6).	6.30	4,977.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	CIFONE, DAWN	Organize documents cited in AFI Presentation and save in electronic files (3.5); create binders of same (3); organize ResCap and GMAC documents on electronic files (0.5)	7.00	2,065.00
12/10/12	ECKSTEIN, KENNETH H.	Correspondence w/R. Schrock re AFI meeting (.3); meet w N. Simon and J. Rochon re AFI presentation issues (.6); call w/R. Wynne, Curchack, CWT, Dubel, Dermont re timing of AFI presentation and committee issues (2.1)	3.00	2,970.00
12/10/12	SIEGEL, CRAIG L	Research (3.5) and draft (4.0) control talking points; TCs w/ J. Rochon re breach of fiduciary claim (.4); emails with S. Ford re: produced subservicing documents (.1); research (1.4) and draft (.8) indenture analysis; emails with M. Landy & M. Arango re same (.4)	10.60	7,897.00
12/10/12	MOSES, MATTHEW B	Conduct legal research re: potential claims against AFI (4.8), summarized talking points re: shared services (3.2), revised portion of pleading re: claims against AFI (.4).	8.40	5,754.00
12/10/12	SCARBROUGH, KIMESHA	Review material for upcoming AFI Presentation (4.0); review and gather material to be cited in the Complaint (3.0).	7.00	2,065.00
12/10/12	DUFFIELD, CARL D	Legal research re legislation affecting origination guidelines under the MMLPSA (4.9).	4.90	3,111.50
12/11/12	TABAK, EMILY S	Review produced documents re: MSR swaps for 2004 subpoena	4.50	2,182.50
12/11/12	TABAK, EMILY S	Compare and analyze produced documents of interest re potential claims against AFI	2.00	970.00
12/11/12	DANIELS, ELAN	Email correspondence with C. Siegel regarding AFI preference analysis (.1);	0.10	70.00
12/11/12	ETTARI, SAMANTHA	Draft insert for AFI presentation talking points re specific pre-petition transactions (3.9); Review presentation talking points and provide comments and suggested revisions (.6); Respond to questions from J. Rochon for presentation talking points (.8).	5.30	3,710.00

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12/11/12	DENK, KURT M	Reviewed emails re: document production and case status (.7) prepare for upcoming client and adversary meetings by analyzing hot documents (.6), emails with N. Hamerman re: same (.2); analyze materials relevant to key officers of Debtors (.5) and summarize same in memo form for N. Hamerman review (1.5).	3.50	1,697.50
12/11/12	JARIWALA, AAKASH	Review produced documents related to the MSR swap transaction.	4.60	2,484.00
12/11/12	SIMON, NORMAN	Revise AFI presentation (5.1); Call with K. Eckstein re: AFI meeting (.5); Meeting with J. Rochon re: presentation (.3); attend committee co-chairs call re: investigation (1); Correspondence with J. Rochon and N. Hamerman and J. Trachtman re: same (.5).	7.40	5,846.00
12/11/12	TRACHTMAN, JEFFREY S.	Review (.4) and revise (.8) sections of AFI presentation; consult with J. Rochon, N. Simon, and N. Hamerman re committee update call (.5).	1.70	1,513.00
12/11/12	ROCHON, JENNIFER	Revise AFI presentation (4.3); meeting with N. Simon regarding AFI presentation (.3); call with N. Simon, J. Trachtman and N. Hamerman re: Committee calls (.5)	5.10	4,029.00
12/11/12	CIFONE, DAWN	Organize case law research in electronic files (0.5); locate non-PEO versions of documents cited in presentation (1.5); organize same documents in binder in preparation for upcoming AFI presentation (3.5); Continue to organize documents re: same (1.8); Prepare corresponding index (1.2)	8.50	2,507.50
12/11/12	SIEGEL, CRAIG L	TC with R. Ringer re FRB analysis.	0.10	74.50
12/11/12	MOSES, MATTHEW B	Reviewed FHFA proof of claim and complaint against AFI (6.6). Research re: successor obligor indenture provisions (2.3).	8.90	6,096.50
12/11/12	SCARBROUGH, KIMESHA	Review material to be cited in the Complaint (4.2); Review GSE Settlement Docs (2.9).	7.10	2,094.50
12/11/12	FORD, SAMANTHA	Prepare for AFI presentation to Unsecured Creditors Committee	6.90	4,381.50
12/11/12	HAMERMAN, NATAN	Emails with S. Ford re GSE project (.5); review draft complaint (1.5); attend call with N. Simon and J. Rochon re: Committee update call (.5).	2.50	1,862.50

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12/11/12	DUFFIELD, CARL D	Review mortgage loan purchase docs located by Alix Partners (3.7); analyze produced documents re GSE rep and warranty liability (4.5).	8.20	5,207.00
12/11/12	RINGER, RACHAEL L	Review letter to UCC from AFI re: investigation claims (.2); call with C. Siegel re: FRB analysis (.1)	0.30	163.50
12/11/12	ECKSTEIN, KENNETH H.	Review letter to AFI re: investigation (.3); call with N. Simon re: AFI presentation (.5)	0.80	792.00
12/12/12	ROSEN, SARAH N	Review produced documents for pre-petition transactions and MSR-related issues.	2.40	1,308.00
12/12/12	TABAK, EMILY S	Follow-up research re potential claims against AFI for J. Rochon (1.2), review documents produced in response to 2004 subpoena re: relevance to claims against AFI (2.5)	3.70	1,794.50
12/12/12	TABAK, EMILY S	Email discussion w/ S. Ford re: document review strategy.	0.10	48.50
12/12/12	ETTARI, SAMANTHA	Confer with N. Simon re presentation to committee and Kirkland & Ellis as well as TARP issues (.7); attend Committee call re same (1.8); Review produced documents re prepetition transactions (.4); emails with N. Simon to discuss upcoming presentations and open issues (.6).	3.50	2,450.00
12/12/12	JARIWALA, AAKASH	Review produced documents related to the MSR swap and other pre-petition transactions.	9.40	5,076.00
12/12/12	SIMON, NORMAN	Correspondence/meeting with S. Ettari re: TARP issues and AFI presentation (.7); Meetings with J. Rochon re: presentation (1.2); attend Committee call re: same (1.8); emails with S. Ettari re: same (.2); revise AFI presentation (1.0); Meeting with S. Ford re: investigation issues (2.7); emails with J. Rochon re: same (.3); emails with K. Eckstein, J. Rochon re: Debtor meetings (.2).	8.10	6,399.00
12/12/12	ROCHON, JENNIFER	Draft portions of AFI presentation (.6); emails with N. Simon regarding AFI presentation (.3); meeting w/Norman Simon regarding same (1.2); attend committee call (1.8); Litigation Team meeting with N. Hamerman, C. Siegel, and K. Denk regarding case status and AFI presentation (1.1); review draft of breach of fiduciary talking points (.1).	5.10	4,029.00

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12/12/12	HAMERMAN, NATAN	Revise questions for meeting with ResCap (2.3); revise draft complaint (.4); prep for team meeting re: AFI presentation (.5). Attend team meeting with J. Rochon, C. Siegel and K. Denk re: investigation case status and AFI presentation (1.1). Email with K. Denk and C. Siegel re next steps (.5).	4.80	3,576.00
12/12/12	CIFONE, DAWN	Organize copies of Draft AFI Presentation binder (1.2); Per K. Denk's request, rename files in electronic case files (2.8); organize new documents to be added to Draft AFI Presentation binder and insert in binder original and copy sets (0.5); Update corresponding index (0.3); Prepare binder of GSE Settlement documents and corresponding index (2.2)	7.00	2,065.00
12/12/12	TRACHTMAN, JEFFREY S.	Revise bullet points for AFI presentation (.5); emails with J. Rochon, N. Simon C. Siegel re AFI presentation (.3)	0.80	712.00
12/12/12	SIEGEL, CRAIG L	TC M. Moses re potential claims against AFI(.4); research re: fiduciary duties (3.4); emails with M. Moses re indenture breach research (.1); meet with J. Rochon, N. Hamerman and K. Denk investigation status and AFI complaint (1.1); research (3.4) and draft (2.9) talking points for AFI presentation.	11.30	8,418.50
12/12/12	MOSES, MATTHEW B	Compiled chart on successor obligor cases (2.4). Researched and drafted FHFA claims analysis memo (5.9). Conduct legal research re: potential claims against AFI (3.2). T/C with C. Siegel re: same (.4)	11.90	8,151.50
12/12/12	DENK, KURT M	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze potential claims against AFI (1.0). Prepare for upcoming client meetings by analyzing documents marked as hot by reviewers (2), emails with N. Simon re: same (.5); summarize same in memo form (2). Prepare for (1) and participation in (1.1) team meeting with J. Rochon, N. Hamerman and C. Siegel re: investigation and AFI presentation; Communications with financial advisors (Moelis) re: same (.3).	7.90	3,831.50

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12/12/12	SCARBROUGH, KIMESHA	Review materials to be cited in the Complaint.	3.60	1,062.00
12/12/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to pre petition transactions (7.0)	7.00	3,815.00
12/12/12	FORD, SAMANTHA	Meeting with N. Simon re: investigation issues (2.7); meeting with J. Rochon, N. Simon, N. Hamerman, S. Ettari, C. Siegel, and K. Denk regarding case status (1.1); implementing edits to slide presentation (3.1); working with vendor to prepare second draft of presentation slides (5.7).	12.60	8,001.00
12/12/12	DUFFIELD, CARL D	Legal research re GSE rep and warranty liability and MMLPSA (8.8).	8.80	5,588.00
12/13/12	TABAK, EMILY S	Discussion w K. Denk re research assignment and targeted search re claims against AFI	0.10	48.50
12/13/12	TABAK, EMILY S	Research and targeted search for K. Denk re claims against AFI	0.70	339.50
12/13/12	TABAK, EMILY S	Review produced documents re: relevance to claims against AFI.	6.30	3,055.50
12/13/12	ROSEN, SARAH N	Meeting with C. Siegel and M. Moses re: research claims against AFI/AFI Board (.3); researching cases re: potential claims against AFI/AFI Board (7); compiling research on claims AFI/AFI Board (2.7).	10.00	5,450.00
12/13/12	ETTARI, SAMANTHA	Prepare for (.5) and participate on (1.2) telephone call with AlixPartners regarding TARP and capital contributions; Confer with N. Simon re same (.5); Review documents and analysis from AlixPartners re: same (2.0); Confer with J. Rochon re open issues on presentation talking points (.4)	4.60	3,220.00
12/13/12	SIMON, NORMAN	Revise AFI presentation (4.5); Meeting with J. Rochon re: presentation (.8); further meeting with J. Rochon and S. Ford re: same (1.8); Meeting with Moelis, and MoFo re: same (3.5); emails with J. Rochon re: same (.2); Correspondence with S. Ettari re: TARP issues (.5)	11.30	8,927.00

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12/13/12	CIFONE, DAWN	Organize copy sets of documents cited in Talking Points for Hamzehpour Meeting (3.8); Update "Talking Points" with bates numbers, tab numbers, and PEO designations (1.7); Coordinate with copy center to have spiral bound documents made per S. Ettari's request (0.3); organize specific meeting material from Relativity and send as PDF file (0.2); Cross-check "Draft AFI Presentation" with binder - make changes as necessary (1.2)	7.20	2,124.00
12/13/12	JARIWALA, AAKASH	Search and review produced documents related to MSR swap transactions.	1.10	594.00
12/13/12	SCHMIDT, SHAI	Research re potential claims against AFI (2); writing summary re same for D Mannal (2).	4.00	2,180.00
12/13/12	TRACHTMAN, JEFFREY S.	Emails with R. Ringer, K. Eckstein, D. Mannal, J. Rochon, N. Simon, C. Siegel re presentation and process (.7).	0.70	623.00
12/13/12	ROCHON, JENNIFER	Meeting with N. Simon regarding AFI presentation (.8); revise portions of AFI presentation (2.1); meeting with N. Simon and S. Ford regarding revisions to AFI presentation (1.8); meeting with S. Ettari regarding analysis of legal claims and AFI presentation (.4); revisions to AFI presentation (3.1).	8.20	6,478.00
12/13/12	SIEGEL, CRAIG L	Research (2.7) and draft (2.6) breach of fiduciary duty talking points for AFI presentation; meeting with S. Rosen and M. Moses re: research claims against AFI (.3)	5.60	4,172.00
12/13/12	DENK, KURT M	Prepare for upcoming interviews of potential witnesses (3.2); Research re: facts relevant to legal analysis (4.5). Performed research relevant to debtors' interactions with GSEs (2.5); discussion with S. Ford re: claims against AFI (.1)	10.30	4,995.50
12/13/12	MOSES, MATTHEW B	Reviewed documents for talking points re: potential claims against AFI (2.3). Meeting re: same with S. Rosen and C. Siegel (.3).	2.60	1,781.00
12/13/12	TAYLOR, JOEL M.	Meet with N. Hamerman re: AFI presentation.	1.00	745.00
12/13/12	REID, DENISE L	Review selected BOD materials and Minutes re Fairness Opinion.	1.00	295.00

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12/13/12	FORD, SAMANTHA	Meeting with J. Rochon and N. Simon to review presentation re: claims against AFI (1.8); revise presentation re: same (3.8); review documents re: relevance for claims against AFI (3.9).	9.50	6,032.50
12/13/12	HAMERMAN, NATAN	Meet with J. Taylor re: AFI presentation (1.0); prep for meeting with ResCap execs re: same (1.6); emails to J. Taylor re breach claim (.8).	3.40	2,533.00
12/13/12	DUFFIELD, CARL D	Review breach of fiduciary duty claims section of complaint (0.4); document analysis and factual analysis to support D&O aiding and abetting claims (9.2).	9.60	6,096.00
12/13/12	ECKSTEIN, KENNETH H.	Call with R. Schrock and D. Mannal re AFI meeting (.6).	0.60	594.00
12/13/12	MANNAL, DOUGLAS	Attend portion of TCF with Kirkland and K. Eckstein re AFI meeting (.4).	0.40	316.00
12/14/12	CIFONE, DAWN	Insert Tab Numbers into "Draft AFI Presentation" (1.5); Update corresponding index (1); Perform QC of "Documents for AFI Presentation" binders (2.5); Prepare bound versions of PowerPoint presentation (0.5); Verify documents cited in PowerPoint presentation are in "In Final" folder on L Drive (2.7); Note confidentiality designations of documents cited in PowerPoint presentation (0.8)	9.00	2,655.00
12/14/12	TABAK, EMILY S	Review produced documents re: prepetition transactions for 2004 subpoena	1.20	582.00
12/14/12	TABAK, EMILY S	Discussion w K. Denk re research assignment and review of related materials re claims against AFI	0.30	145.50
12/14/12	TABAK, EMILY S	Conduct legal research re claims against AFI	6.10	2,958.50
12/14/12	ROSEN, SARAH N	Review research on potential claims against AFI/AFI Board. (1)	1.00	545.00
12/14/12	SIMON, NORMAN	Meeting with J. Rochon and K. Denk re: legal issues and AFI presentation (1); emails with Moelis, N. Hamerman, K. Denk re: same (.3); Meeting with K. Eckstein, J. Rochon, S. Ettari, N. Hamerman, C. Siegel, D. Mannal and Alix, Moelis re: AFI presentation (4.0); revise same (1.5); Correspondence with J. Rochon, C. Siegel re: same (.2); emails with M. Lightner re: same (.2).	7.20	5,688.00

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12/14/12	JARIWALA, AAKASH	Search and review produced documents related to MSR swap transactions.	3.70	1,998.00
12/14/12	SCHMIDT, SHAI	Research re fraudulent conveyances (3); draft summary re same for D. Mannal (2).	5.00	2,725.00
12/14/12	ETTARI, SAMANTHA	Participate at portion of meeting with K. Eckstein, N. Simon, J. Rochon, N. Hamerman, C. Siegel and D. Mannal re: AFI presentation.	3.80	2,660.00
12/14/12	ROCHON, JENNIFER	Emails with S. Ettari regarding legal issues (.3); meeting with N. Simon and K. Denk regarding legal issues and AFI presentation (1.0); revisions to AFI presentation (.9); meeting with K. Eckstein, D. Mannal, S. Ettari, N. Simon, N. Hamerman, C. Siegel, Moelis and Alix Partners regarding AFI presentation (4.0); correspondence with N. Simon and C. Siegel regarding same (.2); revisions to AFI presentation (2.9).	9.30	7,347.00
12/14/12	SIEGEL, CRAIG L	Analyze aiding and abetting claims (1.0); meet w/ K. Eckstein, D. Mannal, J. Rochon, N. Hamerman, N. Simon, S. Ettari and Alix, Moelis re AFI presentation (4.0); emails with M. Moses to coordinate follow up research for AFI presentation (.2); research re: same (1.3); call with N. Simon and J. Rochon re: AFI presentation (.2)	6.70	4,991.50
12/14/12	MANNAL, DOUGLAS	Prepare for (.1) and attend (4.0) presentation by AFI investigation team re claims against AFI with K. Eckstein, N. Hamerman, J. Rochon, N. Simon, S. Ettari and C. Siegel.	4.10	3,239.00
12/14/12	DENK, KURT M	Reviewed emails from K. DiFrancesco, S. Ford, N. Hamerman re: document production and case status (.4) Performed research relevant to debtors' interactions with GSEs (1.2). Meeting with N. Simon and J. Rochon re: AFI presentation (1) and follow-up draft of work plan for N. Simon re: same (.7). Performed second-level review of documents marked as hot by reviewers (2.5), and communicated with reviewers re: same (.5); discussion with S. Ford re: research assignment re: claims against AFI (.3)	6.60	3,201.00
12/14/12	MOSES, MATTHEW B	Conduct legal research re: potential claims against AFI (1.3). Researched additional claims re: same (6.7).	8.00	5,480.00

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12/14/12	DIFRANCESCO, KRISTIN	Analyzed documents produced under Rule 2004 Order to determine relevance to prepetition transactions. (7.0)	7.00	3,815.00
12/14/12	FORD, SAMANTHA	Observed portion of investigation presentation by N. Simon and J. Rochon (2.1); review documents re: relevance for claims against AFI (1.7).	3.80	2,413.00
12/14/12	HAMERMAN, NATAN	Emails with N. Simon re slide check for UCC presentation (.1); meeting with K. Eckstein, D. Mannal, C. Siegel, S. Ettari, N. Simon and J. Rochon re UCC presentation (4.0); emails with K. Denk re Moelis follow-up (.6)	4.70	3,501.50
12/14/12	DUFFIELD, CARL D	Document analysis and factual analysis to support aiding and abetting claims (11.5); draft email memorandum to C. Siegel, M. Moses and S. Rosen communicating findings (1.5).	13.00	8,255.00
12/14/12	ECKSTEIN, KENNETH H.	Attend majority of meeting with D. Mannal, C. Siegel, N. Hamerman, S. Ettari, N. Simon and J. Rochon re: AFI presentation.	3.90	3,861.00
12/15/12	FORD, SAMANTHA	Review documents re: relevance for claims against AFI (1.5); drafted portions of complaint re: same (2.7).	4.20	2,667.00
12/15/12	JARIWALA, AAKASH	Search and review documents related to MSR swap transactions.	2.00	1,080.00
12/15/12	ROSEN, SARAH N	Research potential claims against AFI/AFI Board (3.2); compile research on potential claims against AFI/AFI Board (.7).	3.90	2,125.50
12/15/12	SIMON, NORMAN	Emails with S. Ford re: AFI presentation.	0.20	158.00
12/15/12	HAMERMAN, NATAN	Review emails re: claims against AFI.	0.20	149.00
12/16/12	SIEGEL, CRAIG L	Edit breach of fiduciary duty talking points.	0.60	447.00
12/16/12	SIMON, NORMAN	Revise AFI presentation (3); emails with J. Rochon re: same (.2).	3.20	2,528.00
12/16/12	DUFFIELD, CARL D	Factual research and development of aiding and abetting claims (3.0).	3.00	1,905.00
12/17/12	ROCHON, JENNIFER	T/c with N. Simon regarding AFI presentation (.70); t/ c with N. Simon regarding AFI presentation (.50).	1.20	948.00
12/17/12	TABAK, EMILY S	Discussion w K. Denk re research and analysis project re claims against AFI	0.10	48.50
12/17/12	TABAK, EMILY S	Legal research re: claims against AFI (5.3), assist in drafting portions of pleading re same (2)	7.30	3,540.50

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12/17/12	FORD, SAMANTHA	Review slide deck with K. Denk (1); revise legal presentation to Committee and AFI (5); legal research re: claims against AFI (5.1); draft portions of complaint re: same (2.8); review recently received discovery in connection with investigation re: relevance to claims against AFI (1.1).	15.00	9,525.00
12/17/12	HAMERMAN, NATAN	Correspondence with K. Denk re complaint and re meeting (.8). Emails with C. Siegel re theories (.3).	1.10	819.50
12/17/12	SIMON, NORMAN	Calls with J. Rochon re: presentation (1.2); Call with M. Lightner re: same (.3); Revise AFI presentation (7.1); Meeting with K. Denk re: AFI presentation (1); correspondence with Alix Partners, P. Bentley, K. Denk re: same (.2); t/c w/ S. Ettari re: AlixPartners materials (.2)	10.00	7,900.00
12/17/12	ETTARI, SAMANTHA	Review materials from AlixPartners and email M. Arango re same (2.0); Telephone call with N. Simon re same (.2); Continue drafting presentation talking points on capital infusions (.9).	3.10	2,170.00
12/17/12	ROSEN, SARAH N	Meeting with C. Siegel, M. Moses, C. Duffield re: potential claims against AFI/AFI Board (1.5); researching issues re: potential claims against AFI/AFI Board (7.1).	8.60	4,687.00
12/17/12	DENK, KURT M	Review docket entries in relevant other litigation (.3). Review and responded to emails from M. Moses, K. DiFrancesco, S. Ford re: document review, case status, and development of legal theories (1). Perform second-level review and analysis of documents flagged as hot by reviewers (2.5) and memorialize key facts from same (1). Prep for (1.2) and attend meeting (1.0) with N. Simon re: updates to AFI presentation; performed follow-up legal research for same (3). Discussion w/ E. Tabak re research (.1); review slide deck with S. Ford (1.0).	11.10	5,383.50

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12/17/12	MOSES, MATTHEW B	Prep for (.2) and meet (1.5) with C. Siegel, C. Duffield and S. Rosen re claims against AFI. Conduct legal research re: potential claims against AFI (2.1) Drafted FHFA claims analysis memo. (4.6) T/C with E. Daniels re: same (.8)	9.20	6,302.00
12/17/12	CIFONE, DAWN	Perform searches in Relativity re: documents cited in presentation (3.7); Perform targeted searches of board minutes and materials in Relativity (1.4); Update case room materials index (0.8); Per S. Ettari's request, organize TARP documents (1.1)	7.00	2,065.00
12/17/12	SCARBROUGH, KIMESHA	Review and add TARP material onto the database for attorney review.	2.00	590.00
12/17/12	TAYLOR, JOEL M.	Review Greene Export Report.	2.00	1,490.00
12/17/12	JARIWALA, AAKASH	Search and review documents related to MSR swap.	1.20	648.00
12/17/12	DANIELS, ELAN	T/C with M. Moses regarding securities law claims (.8)	0.80	560.00
12/17/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.5)	8.50	4,632.50
12/17/12	SIEGEL, CRAIG L	Research breach fiduciary duty claims for complaint and presentations (1.8); draft facts for subservicing section of complaint (1.9); meet w/ C. Duffield, M. Moses and S. Rosen re: claims against AFI (1.5).	5.20	3,874.00
12/17/12	DUFFIELD, CARL D	Document analysis and review re aiding and abetting claims (9.8); meeting with C. Siegel, M. Moses and S. Rosen re same (1.5).	11.30	7,175.50
12/18/12	TABAK, EMILY S	Review produced documents re: relevance to claims against AFI.	2.90	1,406.50
12/18/12	TABAK, EMILY S	Discussion w/K. Denk re investigation project	0.30	145.50
12/18/12	TABAK, EMILY S	Conduct analysis for K. Denk to assist with draft pleading re claims against AFI.	5.10	2,473.50
12/18/12	ETTARI, SAMANTHA	Telephone call with AlixPartners re capital contributions and solvency analysis (.9); Continue drafting presentation insert re same, including review of key documents and FA analyses (7.4); t/c w/Alix Partners, N. Simon, P. Bentley re: claims v. Ally (1.0)	9.30	6,510.00

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12/18/12	SIMON, NORMAN	Draft AFI presentation (6.8); Meeting with K. Eckstein, D. Mannal re: presentation (2.5); Call with P. Bentley, S. Ettari , Alix Partners re: claims against Ally (1); Call with J. Rochon re: presentation (.5).	10.80	8,532.00
12/18/12	ROCHON, JENNIFER	T/c with N. Simon regarding AFI presentation and investigation.	0.50	395.00
12/18/12	DENK, KURT M	Review and respond to emails from S. Ettari, S. Ford and N. Hamerman re: document review, case status, and development of legal theories (.4). Review and cross-check factual bases and legal arguments in materials for upcoming presentation by N. Simon (4.0); Conduct legal research for partner N. Simon (4.3) and draft email memorandum summarizing results of same (1); t/c w/S. Rosen re: potential claims against AFI (.2).	9.90	4,801.50
12/18/12	ROSEN, SARAH N	Research potential claims against AFI/AFI Board (3.8); t/c with K. Denk re: potential claims against AFI/AFI Board (.2).	4.00	2,180.00
12/18/12	MOSES, MATTHEW B	Drafted FHFA claims analysis memo.	9.40	6,439.00
12/18/12	CIFONE, DAWN	Organize TARP documents on L Drive (0.8); compile same per S. Ettari's request (1.2)	2.00	590.00
12/18/12	FORD, SAMANTHA	Revise slide deck (2.8); implement edits to same (4.3); draft portions of pleading re: potential claims against AFI (3.8).	10.90	6,921.50
12/18/12	BENTLEY, PHILIP	Conf call with AlixPartners, N. Simon, and S. Ettari re potential claims vs. Ally (1.0); review produced documents re: same (1.2)	2.20	1,903.00
12/18/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	9.00	4,905.00
12/18/12	SIEGEL, CRAIG L	Review and analyze 2010 swap documents (.8); analyze materials and cases re breach of indenture claim (.4); t/c K. Denk re key documents for complaint (.1); draft sections of adversary complaint (4.9); TC M. Moses re FHFA claims analysis (.3).	6.50	4,842.50
12/18/12	HAMERMAN, NATAN	Emails w/ K. Denk re MPA and TARP.	0.50	372.50
12/18/12	DUFFIELD, CARL D	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze potential claims against AFI (14.6).	14.60	9,271.00

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12/18/12	MANNAL, DOUGLAS	Attend most of meeting with N. Simon and K. Eckstein re AFI presentation.	2.40	1,896.00
12/18/12	ECKSTEIN, KENNETH H.	Meet with N. Simon and D. Mannal re presentation.	2.50	2,475.00
12/19/12	CIFONE, DAWN	Prepare documents for distribution during AFI presentation (1.5); Perform QC of copy sets (1.0); Perform targeted searches in Relativity for TARP documents (0.7).	3.20	944.00
12/19/12	TABAK, EMILY S	Conduct research and analysis project for S. Ettari.	2.60	1,261.00
12/19/12	TABAK, EMILY S	Review investigation-related produced documents for K. Denk to supplement draft complaint.	5.00	2,425.00
12/19/12	TABAK, EMILY S	Discussion with K. Denk re review project.	0.10	48.50
12/19/12	DANIELS, ELAN	Review SOFA for potential preferences (.7);	0.70	490.00
12/19/12	HAMERMAN, NATAN	Meet w/S. Ettari, K. Denk, J. Rochon and N. Simon re investigation (.8); emails w/S. Ettari re doc review (.6).	1.40	1,043.00
12/19/12	BENTLEY, PHILIP	Trade emails w/ N. Simon re Ally issues (0.4).	0.40	346.00
12/19/12	ETTARI, SAMANTHA	Continue research and review of key documents for TARP and capital contribution talking points (1.3); Attend presentation re investigation (2.3); Confer with N. Simon, J. Rochon, N. Hamerman and K. Denk re investigation (.8); emails with N. Hamerman and K. Denk re document review and revise terms (.8).	5.20	3,640.00
12/19/12	TRACHTMAN, JEFFREY S.	Emails, with N. Simon, J. Rochon, N. Hamerman re issues and meeting (.5); review outline and materials (.7)	1.20	1,068.00
12/19/12	SIMON, NORMAN	Meeting with S. Ettari, K. Denk, N. Hamerman, J. Rochon re: investigation (.6); Correspondence with P. Bentley re: alter ego research (.3); Call with M. Lightner re: same (.3); Meeting with J. Rochon re: AFI presentation (.3); discussion w/B. Berke re presentation (.2)	1.70	1,343.00
12/19/12	ROCHON, JENNIFER	Meeting with N. Simon regarding AFI presentation (.3); emails with N. Simon regarding follow up to Committee presentation (.5); emails to J. Trachtman re same (.5); meeting with S. Ettari, K. Denk, N. Hamerman, N. Simon re investigation (.8).	2.10	1,659.00

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12/19/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions.	8.50	4,632.50
12/19/12	DENK, KURT M	Review and respond to emails from litigation team members (S. Ettari, S. Rosen, N. Hamerman) re: document review, case status, and development of legal theories (.5). Conduct legal research for N. Simon (1.5) re: claims analysis, and draft memorandum summarizing results of same (2). Conduct second-level document review (2.5). Revise document review protocol search terms (1.5). Meeting with litigation team members N. Simon, N. Hamerman, S. Ettari, J. Rochon re: investigation (.8); t/c w/S. Rosen re: claims against AFI/AFI board (.2); disc. w/ E. Tabak re: project (.1).	9.10	4,413.50
12/19/12	FORD, SAMANTHA	Revise presentation re: legal claims against AFI (1.3); review documents re: relevance for claims against AFI (2.1); draft portions of pleading re: same (2.5); assist other team members to draft portions of same (3).	8.90	5,651.50
12/19/12	SIEGEL, CRAIG L	Analyze Alix chart re indenture breach claim and email M. Moses re same (.3); participate by phone in meeting to coordinate investigation w/ N. Simon, J. Rochon, N. Hamerman, S. Ettari (.3); email N. Simon re same (.4); draft subservicing email search terms and emails w/ K. Denk re same (.4).	1.40	1,043.00
12/19/12	MOSES, MATTHEW B	Draft FHFA claims analysis memo (6.0), revise same (2.1).	8.10	5,548.50
12/19/12	ROSEN, SARAH N	Researching claims against AFI/AFI board (1.7); t/c with K. Denk re: claims against AFI/AFI board (.2);	1.90	1,035.50
12/19/12	DUFFIELD, CARL D	Document analysis and review re aiding and abetting claims (10.2).	10.20	6,477.00
12/20/12	TABAK, EMILY S	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI	0.60	291.00
12/20/12	TABAK, EMILY S	Meeting with N. Simon, J. Rochon, S. Ettari, S. Ford, C. Duffield, K. Denk, N. Hamerman re investigation.	1.10	533.50
12/20/12	TABAK, EMILY S	Conduct document analysis project for K. Denk re claims against AFI.	4.70	2,279.50

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12/20/12	ROSEN, SARAH N	Prep for (.3) and attend (1.1) litigation team meeting re investigation with J. Rochon, N. Simon, K. Denk, C. Duffield, K. DiFrancesco, S. Ford, others.	1.40	763.00
12/20/12	ROSEN, SARAH N	Email with L. Tricarico re: potential claims against AFI/AFI Board. (.2)	0.20	109.00
12/20/12	TABAK, EMILY S	Discussion w S. Ettari re targeted document search re claims against AFI.	0.10	48.50
12/20/12	TABAK, EMILY S	Discussion with S. Ford re strategy for 2004 subpoena document review.	0.10	48.50
12/20/12	TABAK, EMILY S	Conduct analysis for S. Ettari re claims against AFI.	0.50	242.50
12/20/12	SIMON, NORMAN	Meeting with J. Trachtman and J. Rochon re legal claims (.6); emails with J. Rochon (.3); Meeting with S. Ettari, K. Denk, N. Hamerman, S. Ford, J. Rochon, C. Duffield re: Investigation (1.1); Review Moelis MSR Swap analysis (1.7); Legal Analysis of key documents identified by key review team (1); Meeting with K. Eckstein re presentation and negotiations (1.2).	5.90	4,661.00
12/20/12	BENTLEY, PHILIP	Review and analyze Ally claims and insolvency issues, and trade emails re same (1.2); t/c re veil piercing and other issues (.8); email D. Mannal re Ally claims (.1).	2.10	1,816.50
12/20/12	ECKSTEIN, KENNETH H.	Meet with N. Simon re presentation and negotiations (1.2); call with P. Bentley re veil piercing research and other issues (.8)	2.00	1,980.00
12/20/12	ETTARI, SAMANTHA	Multiple emails with S. Ford and K. Denk to discuss search terms and assignments (1.6); attend litigation team meeting re investigation with N. Simon, J. Rochon, K. Denk, K. DiFrancesco, S. Ford (1.1); Continue reviewing documents and drafting talking points re capital contributions (4.2); Disc with E. Tabak re claims against AFI (.1).	7.00	4,900.00
12/20/12	TRACHTMAN, JEFFREY S.	Emails with N. Simon, J. Rochon, B. Bentley, K. Eckstein about AFI research, presentation, negotiations (.5); meet with N. Simon and J. Rochon re legal claims (.6); review AFI research and presentation materials (1.4).	2.50	2,225.00
12/20/12	REID, DENISE L	Pull docs for AFI presentation requested by N. Hamerman.	0.30	88.50

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12/20/12	ROCHON, JENNIFER	Attend portion of meeting with J. Trachtman and N. Simon regarding legal claim (.3); attend litigation team meeting re investigation with N. Simon, K. Denk, K. DiFrancesco, S. Ettari, C. Duffield (1.1).	1.40	1,106.00
12/20/12	DIFRANCESCO, KRISTIN	Review produced documents re: relevance to claims against AFI.	0.50	272.50
12/20/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (5.9); attend team meeting re: investigation with J. Rochon, N. Simon, C. Duffield, S. Ettari, K. Denk, N. Hamerman (1.1).	7.00	3,815.00
12/20/12	DENK, KURT M	Conduct legal research for partner N. Simon (5.5) re: claims analysis, and draft memorandum summarizing results of same (3.5). Conduct second-level document review (2.5). Revise document review protocol search terms (.3). Prep for (1.9) and attend (1.1) litigation team meeting re investigation with J. Rochon, N. Simon, K. DiFrancesco, C. Duffield, S. Ettari, N. Hamerman.	14.80	7,178.00
12/20/12	FORD, SAMANTHA	Draft portions of pleading re: potential claims against AFI (3.7); conduct fact research for same (1); review produced documents re: same (2.1); preparation of search terms and review of recently received discovery (3.4); attend litigation team meeting re investigation with J. Rochon, N. Simon, K. DiFrancesco, S. Ettari, N. Hamerman (1.1); disc with E. Tabak re strategy (.1).	11.40	7,239.00
12/20/12	MOSES, MATTHEW B	Draft FHFA claims analysis memo (5.2). Multiple emails re memo with C. Siegel (1.3).	6.50	4,452.50
12/20/12	HAMERMAN, NATAN	Compile and draft list of search terms (2.8); confer re assignments and doc review (1.8); prep for (.7) and attend (1.1) litigation team meeting re investigation with N. Simon, J. Rochon, S. Ettari, S. Ford, C. Duffield; draft complaint (3.5).	9.90	7,375.50

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12/20/12	DUFFIELD, CARL D	Attend litigation team meeting re investigation with J. Rochon, N. Simon, K. DiFrancesco, S. Ettari, K. Denk, N. Hamerman (1.1); Email to N. Simon re fraudulent transfer remedies research (0.4); draft memo re factual support for aiding and abetting claims (5.1).	6.60	4,191.00
12/21/12	TABAK, EMILY S	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI	1.20	582.00
12/21/12	TABAK, EMILY S	Review documents for January 9 presentation to Kirkland/AFI (1.0); review memos related to same (1.5).	2.50	1,212.50
12/21/12	GRIBBON, SARA B	Meet w/ N. Simon, N. Hamerman, C. Duffield, J. Cahn, K. DiFrancesco, S. Ford, E. Tabak, S. Rosen, L. Tricarico, A. Jariwala, A. Miller re: presentation re: AFI investigation and presentation (2.0), follow-up meeting with S. Ford, L. Tricarico, E. Tabak re: same (.5), correspond with S. Ford, S. Ettari, Relativity staff (.8)	3.30	1,369.50
12/21/12	MILLER, ASHLEY S	Attend portion of Meeting with N. Simon, S. Ford, L. Tricarico, S. Rosen, E. Tabak, S. Gribbon, K. DiFrancesco, C. Duffield, N. Hamerman, J. Cahn, A. Jariwala to discuss January 9 presentation to Kirkland/AFI.	0.90	535.50
12/21/12	JARIWALA, AAKASH	Attend portion of meeting with S. Ford, N. Simon, N. Hamerman, K. DiFrancesco, S. Rosen, L. Tricarico, E. Tabak, J. Cahn, C. Duffield, A. Miller and S. Gribbon re upcoming presentation.	1.10	594.00
12/21/12	ROSEN, SARAH N	Team meeting w/ N. Simon, N. Hamerman, C. Duffield, L. Tricarico, K. DiFrancesco, S. Ford, E. Tabak, S. Gribbon, A. Jariwala, J. Cahn, A. Miller re: presentation to Kirkland (2.0); reviewing first day affidavit and internal memos re: background facts (1.6).	3.60	1,962.00
12/21/12	TABAK, EMILY S	Continue review of documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI	0.50	242.50

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12/21/12	TABAK, EMILY S	Prepare for (2.2) and attend (2.0) meeting w/ N. Simon, S. Ford, N. Hamerman, S. Rosen, L. Tricarico, J. Cahn, K. DiFrancesco, C. Duffield, S. Gribbon, A. Miller, A. Jariwala re: upcoming review project; follow-up meeting re: same with S. Ford, L. Tricarico, S. Gribbon (.5).	4.70	2,279.50
12/21/12	FORD, SAMANTHA	Meeting with N. Simon, N. Hamerman, C. Duffield, K. DiFrancesco, C. Duffield, J. Cahn, L. Tricarico, E. Tabak, S. Rosen, A. Miller, A. Jariwala, S. Gribbon to discuss upcoming review project (2.0); edited search terms and prepared batches for review project (1.7); prepare materials re: document review projects (3.7), discuss document review w/ E. Tabak (.5); legal research for pleading re: claims against AFI (1.8); draft portions of pleading re: same (3.8).	13.50	8,572.50
12/21/12	ETTARI, SAMANTHA	Review search protocol emails (.9) and email with S. Ford re same (.3).	1.20	840.00
12/21/12	TRACHTMAN, JEFFREY S.	Review memos (.5) and presentation materials (.9); emails with K. Eckstein, P. Bentley, N. Simon on veil-piercing, new complaint, presentations, other issues (.4).	1.80	1,602.00
12/21/12	SIMON, NORMAN	Meeting with S. Ford, N. Hamerman, C. Duffield, K. DiFrancesco, L. Tricarico, J. Cahn, E. Tabak, A. Jariwala, A. Miller, S. Rosen, S. Gribbon re: upcoming presentation (2); Correspondence with K. Denk, N. Hamerman re: presentation (.5); correspondence with D. Mannal re: same (.1); Correspondence with J. Trachtman, P. Bentley re: same (.1).	2.70	2,133.00
12/21/12	BLABEY, DAVID E	Review issues re: solvency analysis (.4); continued review of memo re: same (.8); call with P. Bentley to discuss same (1).	2.20	1,584.00
12/21/12	REID, DENISE L	Continue pulling docs for N. Hamerman re: AFI presentation (1.5); Create binder and index for same (1.0).	2.50	737.50
12/21/12	BENTLEY, PHILIP	Call w/ D. Blabey re: solvency analysis (1.0), and review emails re Ally claims, including insolvency issues (0.3)	1.30	1,124.50

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12/21/12	DIFRANCESCO, KRISTIN	Attended meeting with N. Simon, S. Ford, N. Hamerman, C. Duffield, L. Tricarico, J. Cahn, E. Tabak, A. Jariwala, A. Miller, S. Rosen, S. Gribbon re: findings on prepetition transactions and causes of actions (2.0).	2.00	1,090.00
12/21/12	DIFRANCESCO, KRISTIN	Analyze documents to determine relevance to prepetition transactions (5.0).	5.00	2,725.00
12/21/12	DENK, KURT M	Reviewed emails from S. Ettari, S. Rosen, N. Hamerman s re: document review, case status, and development of legal theories (1.5). Conducted second-level document review of tagged production documents re: analysis of potential claim against AFI (2.5) and drafted memorandum for N. Hamerman re: same (2).	6.00	2,910.00
12/21/12	CAHN, JOSHUA B	Attend portion of meeting w/ N. Simon, S. Ford, N. Hamerman, C. Duffield, L. Tricarico, K. DiFrancesco, E. Tabak, S. Rosen, A. Jariwala, A. Miller, S. Gribbon re: presentation (1.5).	1.50	660.00
12/21/12	TRICARICO, LYNDIA M	Prepare for (.2) and meeting w/ N. Simon, N. Hamerman, S. Ford, C. Duffield, K. DiFrancesco, J. Cahn, E. Tabak, A. Miller, S. Rosen, A. Jariwala, S. Gribbon in prep for reviewing documents (2.0).	2.20	1,199.00
12/21/12	HAMERMAN, NATAN	Attend portion of meeting with N. Simon, S. Ford, C. Duffield, L. Tricarico, K. DiFrancesco, A. Miller, A. Jariwala, E. Tabak, S. Rosen, S. Gribbon re: doc review and upcoming presentation (.7); draft portions of pleading re: estate claims (2.5); review search terms from investigation (.9); emails w/ C. Duffield re GSE docs (.3).	4.40	3,278.00
12/21/12	DUFFIELD, CARL D	Drafted memo re fraudulent transfer remedies (2.5); Attend portion of meeting w/ N. Simon, N. Hamerman, S. Ford, L. Tricarico, J. Cahn, K. DiFrancesco, E. Tabak, A. Jariwala, A. Miller, S. Rosen, S. Gribbon re: document review and presentation (1.5); perform document analysis and review re: relevance to prepetition transactions (11.0).	15.00	9,525.00
12/21/12	MANNAL, DOUGLAS	TCF with Examiner's counsel re submissions by creditors (.3); correspond with K. Eckstein re same (.3); review individual creditor submissions (2.3).	2.90	2,291.00

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12/22/12	FORD, SAMANTHA	Drafted portions of pleading re: potential claims against AFI (5.1)	5.10	3,238.50
12/22/12	TABAK, EMILY S	Review (.9) and analyze (.9) produced documents re: relevance to Committee investigation of claims against AFI.	1.80	873.00
12/22/12	ETTARI, SAMANTHA	Email with N. Simon re bank transfer valuation issues (.3).	0.30	210.00
12/23/12	TABAK, EMILY S	Call with S. Ettari, S. Gribbon re: document review (.5).	0.50	242.50
12/23/12	TABAK, EMILY S	Review and analyze produced documents re: relevance to Committee investigation of claims against AFI.	2.20	1,067.00
12/23/12	ETTARI, SAMANTHA	Draft inserts to preliminary statements (.5) and revise prepetition transaction sections of draft pleading (1.0); Continue drafting (3.0) and editing talking points re capital contributions and TARP money (2.2); correspond with N. Hamerman re: documents (.6), call w/ E. Tabak , S. Gribbon re: document review (.5).	7.80	5,460.00
12/23/12	JARIWALA, AAKASH	Review produced documents related to MSR swap transactions.	7.00	3,780.00
12/23/12	GRIBBON, SARA B	Conference call with S. Ettari, E. Tabak, re: document review (.5), emails w/ S. Ettari re: same (.1), draft follow-up notes re: conference call (.2), emails with S. Ford and S. Ettari re: doc review (.3), review key characters list and doc review protocol for pre-petition transactions (.5) review complaint bank insert (1.1), begin document review (.4)	3.10	1,286.50
12/23/12	SIMON, NORMAN	Correspondence with K. Eckstein, J. Trachtman, K. Denk re: presentation (.6).	0.60	474.00
12/23/12	DUFFIELD, CARL D	Research re fraudulent transfer remedies (3.0).	3.00	1,905.00
12/24/12	TABAK, EMILY S	Review and analyze produced documents re: relevance to Committee investigation of claims against AFI.	5.10	2,473.50
12/24/12	GRIBBON, SARA B	Review ResCap Examiner presentation (1.3), perform document review re: same (1.5).	2.80	1,162.00
12/24/12	TRACHTMAN, JEFFREY S.	Emails with N. Simon, K. Eckstein re presentation, legal issues (.4); review materials in Veil Piercing presentation (1.7).	2.10	1,869.00
12/25/12	TRACHTMAN, JEFFREY S.	Review presentation materials (1.5) and memo re: Veil Piercing (.7).	2.20	1,958.00

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12/25/12	DUFFIELD, CARL D	Research re fraudulent transfer remedies (5.0).	5.00	3,175.00
12/26/12	BLABEY, DAVID E	Review materials relating to FHFA litigation for purposes of analyzing securities fraud claims (1); discuss solvency analysis with A. Dove (.4) and email to A. Dove re same (.1); exchange emails with D. Mannal, R. Ringer re solvency analysis (.5); confer with M. Ziegler re same (.2); review case law re same (.3); review FHFA complaint (1.7).	4.20	3,024.00
12/26/12	TABAK, EMILY S	Discussion w S. Ford re 2004 subpoena	0.10	48.50
12/26/12	TABAK, EMILY S	Review and analyze produced documents re: relevance to Committee investigation of claims against AFI.	7.80	3,783.00
12/26/12	GRIBBON, SARA B	Correspond with S. Ford re: document review (.3), review complaint (1.0) and document review materials (1.4).	2.70	1,120.50
12/26/12	JARIWALA, AAKASH	Review produced documents related to MSR swap transactions.	6.50	3,510.00
12/26/12	TRACHTMAN, JEFFREY S.	Emails with N. Simon, K. Eckstein re presentation and legal issues (.5); review memos (.7), outlines (.9), cases (1.8) and materials (1.4) for presentation.	5.30	4,717.00
12/26/12	SIMON, NORMAN	Correspondence with N. Hamerman, S. Ettari, C. Duffield, J. Rochon re: investigation (.4).	0.40	316.00
12/26/12	KAGAN, SAMANTHA M	Reviewed case materials in preparation for document review (1.1) Phone call with S. Ford introducing case and new assignments (.1)	1.20	498.00
12/26/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions. (7.5) Create chart summarizing results (.5).	8.00	4,360.00
12/26/12	HAMERMAN, NATAN	Draft portions of complaint (6.0) and confer with S. Ettari re same (1.0).	7.00	5,215.00
12/26/12	FORD, SAMANTHA	Analyze discovery issues with document production from Debtors/AFI/affiliates (2.4); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (1.9).	4.30	2,730.50
12/26/12	TRICARICO, LYNDIA M	Analyze produced documents in connection with AFI investigation.	2.00	1,090.00

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12/26/12	DUFFIELD, CARL D	Legal research re fraudulent transfer remedies (4.0), research state law re: same (1.0); email to N. Simon re same (2.3); perform document analysis and review (7.0).	14.30	9,080.50
12/26/12	CHASS, MARK	Review spreadsheet re potential preference claims against AFI.	0.90	670.50
12/27/12	BLABEY, DAVID E	Review FHFA securities fraud complaint for solvency analysis (1.4); meet with D. Mannal re solvency analysis (.4) and with P. Bentley re same (.3); email to Alix Partners re same (.1); confer with M. Moses re same (.1); review J. Trachtman email on veil piercing (.1).	2.40	1,728.00
12/27/12	TABAK, EMILY S	Drafted memo summarizing findings on targeted 2004 subpoena document review for second level reviewer.	2.60	1,261.00
12/27/12	KAGAN, SAMANTHA M	Meeting with S. Ford regarding strategy for reviewing produced documents.	1.00	415.00
12/27/12	TABAK, EMILY S	Targeted document review for 2004 subpoena	2.70	1,309.50
12/27/12	BENTLEY, PHILIP	Meet w/ D. Blabey re: solvency analysis (.3), call w/ N. Simon, D. Mannal re: same (.5), follow-up correspondence w/ D. Blabey, N. Simon re: same and Ally issues (.4).	1.20	1,038.00
12/27/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to determine relevance to analysis of prepetition related-party transactions.	3.80	2,071.00
12/27/12	JARIWALA, AAKASH	Review produced documents related to MSR swap (7.0), emails w/ N. Hamerman re: same (.5).	7.50	4,050.00
12/27/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions. (7.5) Update chart of results re: same (1.0).	8.50	4,632.50
12/27/12	HAMERMAN, NATAN	Emails with C. Duffield, A. Jariwala re status of document review and research (1.0); emails to N. Simon re status of same (.3); emails re Moelis report (.2).	1.50	1,117.50
12/27/12	FORD, SAMANTHA	Address questions re: document review and discovery issues (.7); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (3.4).	4.10	2,603.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/27/12	SIMON, NORMAN	Analyze TARP and debt forgiveness outline (.6) and correspondence with S. Ettari re: same (.4); analyze working draft of complaint (2); correspond with J. Trachtman re: same (.5); Call with P. Bentley, D. Mannal re: solvency analysis (.5); correspond with J. Rochon re: presentation (.3); Analyze fraudulent conveyance research (1); Analyze alter ego/veil piercing research (1.8)	7.10	5,609.00
12/27/12	DANIELS, ELAN	Correspond w/ M. Chass (.3) and call w/ T. Goren re: AFI preference investigation (.5).	0.80	560.00
12/27/12	TRICARICO, LYNDIA M	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI	3.60	1,962.00
12/27/12	TRACHTMAN, JEFFREY S.	Review memos (.7), submission (1.5), and materials on Veil Piercing (1.3); emails with N. Simon re research and preparation (.6).	4.10	3,649.00
12/27/12	DUFFIELD, CARL D	Legal research re the Uniform Fraudulent Transfer Act (7.0), and related state law research (4.5); email to N. Simon re findings (0.4).	11.90	7,556.50
12/27/12	CHASS, MARK	Correspond w/ E. Daniels re: preference analysis (.3), review schedule of same (1.8), conference call w/ T. Goren re: same, proposed stipulation re: origination activities (.5).	2.60	1,937.00
12/27/12	MANNAL, DOUGLAS	Correspond with Kirkland and Chadbourne re Examiner submissions (1.8); review AFI presentation materials (.5); Meet w/ D. Blabey re: solvency analysis (.4), call w/ P. Bentley, N. Simon re: same (.5).	3.20	2,528.00
12/28/12	GRIBBON, SARA B	Prepare for (.3) and attend meeting with S. Ford and S. Kagan re: bank document review (1.5).	1.80	747.00
12/28/12	KAGAN, SAMANTHA M	Meeting with S. Ford and S. Gribbon regarding document review assignment (1.5); review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (1.1), call w/ S. Rosen re: review questions (.4).	3.00	1,245.00
12/28/12	TABAK, EMILY S	Review and analyze produced documents re: relevance to Committee investigation of claims against AFI.	7.50	3,637.50

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12/28/12	BLABEY, DAVID E	Review FHFA complaint (1.0) and decision on motion to dismiss (.5).	1.50	1,080.00
12/28/12	DIFRANCESCO, KRISTIN	Analyze documents produced under Rule 2004 Order to determine relevance to prepetition transactions (8.5).	8.50	4,632.50
12/28/12	DENK, KURT M	Reviewed and responded to emails from N. Simon & J. Trachtman re alter ego research (.5).	0.50	242.50
12/28/12	FORD, SAMANTHA	Prepare for (.1) and attend (1.5) meeting with S. Gribbon and S. Kagan re: document review project; review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (7).	8.60	5,461.00
12/28/12	O'NEILL, P. BRADLEY	Review submissions to Examiner.	2.50	1,975.00
12/28/12	ROSEN, SARAH N	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI (1.6); t/c with S. Kagan re: review questions (.4).	2.00	1,090.00
12/28/12	SIMON, NORMAN	Correspondence with G. Lee, K. Eckstein, D. Mannal re: debtor presentation (.2); Review submissions to examiner by AFI, debtors (2); correspondence with J. Trachtman, K. Denk, C. Siegel re: alter ego research (.3).	2.50	1,975.00
12/28/12	TRACHTMAN, JEFFREY S.	Review submissions and materials re: release of third party claims (3.7); e-mail N. Simon, K. Eckstein re presentation (.3)	4.00	3,560.00
12/28/12	RINGER, RACHAEL L	Coordinate with D. Mannal and Chadbourne re: examiner access to RMBS pleadings, e-mail to S. Rivera re: same (.4)	0.40	218.00
12/28/12	DUFFIELD, CARL D	Research state law re fraudulent transfers (4.4); review produced documents in connection w/ investigation re: analysis of GSE-related issues (4.6).	9.00	5,715.00
12/28/12	MANNAL, DOUGLAS	Numerous TCF with counsel for Examiner and AFI re submissions and confi (2.7); review submissions re: same (3.4)	6.10	4,819.00
12/29/12	GRIBBON, SARA B	Emails with S. Ford and S. Kagan re: review of produced documents and hot docs.	0.30	124.50
12/29/12	KAGAN, SAMANTHA M	Analyze documents to determine relevance in connection with the Committee's AFI investigation.	6.50	2,697.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/29/12	TRACHTMAN, JEFFREY S.	Review submissions (.8) and memos (.5) re third party claims.	1.30	1,157.00
12/30/12	GRIBBON, SARA B	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI.	4.20	1,743.00
12/30/12	ROCHON, JENNIFER	Analyze revised AFI presentation (.3); analyze AFI submission to Examiner (1.0).	1.30	1,027.00
12/30/12	KAGAN, SAMANTHA M	Perform document review to determine relevance in connection with the Committee's AFI investigation.	6.00	2,490.00
12/30/12	BENTLEY, PHILIP	Review emails from N. Simon, J. Trachtman re: potential claims against AFI and relationship to Debtors.	0.20	173.00
12/30/12	TRICARICO, LYNDIA M	Analyze documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI.	4.00	2,180.00
12/30/12	SIMON, NORMAN	Correspondence with J. Trachtman, K. Eckstein, J. Rochon re: presentation (.2); Review of AFI Submission (.8).	1.00	790.00
12/30/12	TRACHTMAN, JEFFREY S.	Emails with K. Eckstein, J. Rochon, N. Simon re AFI presentations (.5); review examiner submissions (.8).	1.30	1,157.00
12/30/12	DUFFIELD, CARL D	Review produced documents in connection with investigation re: analysis of GSE-related issues (7.6).	7.60	4,826.00
12/30/12	MANNAL, DOUGLAS	Review AFI's and Debtors' examiner presentation (2.0) and relevant case law in prep for internal call on presentation to AFI (2.3); research pre-2008 transactions and management (1.7).	6.00	4,740.00
12/31/12	DENK, KURT M	Emails w/ N. Simon & N. Hamerman re: investigation (.5).	0.50	242.50
12/31/12	GRIBBON, SARA B	Emails with S. Ford and S. Kagan re: hot docs (.3), perform document review re: relevance to prepetition transactions (7.5).	7.80	3,237.00
12/31/12	KAGAN, SAMANTHA M	Review documents to determine relevance in connection with the Committee's AFI investigation.	7.00	2,905.00
12/31/12	FORD, SAMANTHA	Review produced documents re: relevance to investigation claims (8.2).	8.20	5,207.00

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12/31/12	SIEGEL, CRAIG L	Conference call w/ K. Eckstein, D. Mannal, J. Trachtman, N. Simon, J. Rochon, B. O'Neill, S. Zide, D. Blabey, R. Ringer analyzing examiner submissions (.6); review and analyze AFI examiner submission (1.0); emails w/ D. Mannal analyzing AFI examiner submission (.2)	1.80	1,341.00
12/31/12	ROCHON, JENNIFER	Revise AFI presentation (.2); call with K. Eckstein, N. Simon, D. Mannal, J. Trachtman, B. O'Neill, C. Siegel, S. Zide, D. Blabey, R. Ringer re: investigation issues (.6) t/c with N. Simon regarding AFI presentation and debtor presentation (.30); analyze Judge Cote's Order and related research (.5); analyze of submissions by third parties to Examiner (2.7).	4.30	3,397.00
12/31/12	O'NEILL, P. BRADLEY	Review Examiner submissions (1.7), conference call w/ K. Eckstein, D. Mannal, J. Trachtman, N. Simon, J. Rochon, C. Siegel, S. Zide, D. Blabey, R. Ringer re: same (.6).	2.30	1,817.00
12/31/12	RINGER, RACHAEL L	Prepare for (.4) and attend (.6) call with N. Simon, K. Eckstein, J. Rochon, J. Trachtman, D. Mannal, B. O'Neill, C. Siegel and D. Blabey re: AFI investigation issues.	1.00	545.00
12/31/12	RINGER, RACHAEL L	Call w/ K. Eckstein, D. Mannal, and S. Zide re: AFI investigation, examiner` submissions (1.0); email w/ S. Zide re: same (.3)	1.30	708.50
12/31/12	BLABEY, DAVID E	Review examiner submission from AFI (.7); call with K. Eckstein, N. Simon, J. Trachtman, D. Mannal, B. O'Neill, J. Rochon, C. Siegel, S. Zide, R. Ringer re responsive submission and presentation (.6); review memos on FHFA claims and other complaints (1) and review Alix solvency analysis (.4); extensive review of multiple securities fraud proofs of claim (9.5).	12.20	8,784.00
12/31/12	DIFRANCESCO, KRISTIN	Analyze documents to determine relevance to prepetition transactions (6.0); update chart summarizing relevant documents discovered (1.0).	7.00	3,815.00
12/31/12	BENTLEY, PHILIP	Review emails from N. Simon, D. Blabey re Ally issues.	0.20	173.00

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12/31/12	SIMON, NORMAN	Call with K. Eckstein, J. Trachtman, J. Rochon, D. Mannal, B. O'Neill, D. Blabey, C. Siegel, S. Zide, R. Ringer re: AFI submission (.6); Call with J. Rochon re: same (.3); follow-up correspondence with K. Eckstein, J. Rochon, J. Trachtman, D. Mannal re: same (.4); Correspondence with Moelis, N. Hamerman, K. Denk re: presentation (.2); Review and analyze alter ego legal research (.5).	2.00	1,580.00
12/31/12	TRACHTMAN, JEFFREY S.	Emails with K. Eckstein, N. Simon, J. Rochon, K. Denk re presentation issues (.5); review examiner submissions (3.2); conference call with K. Eckstein, N. Simon, J. Rochon, D. Mannal, B. O'Neill, C. Siegel, D. Blabey, S. Zide, R. Ringer re examiner submissions (.6).	4.30	3,827.00
12/31/12	TRICARICO, LYNDIA M	Review documents produced by Debtors/AFI/affiliates in connection with investigation to analyze claims against AFI.	2.40	1,308.00
12/31/12	DUFFIELD, CARL D	Perform GSE document analysis and review (12.0); email with N. Hamerman re findings (0.2).	12.20	7,747.00
12/31/12	ZIDE, STEPHEN	Call with K. Eckstein, J. Trachtman, D. Mannal, N. Simon, J. Rochon, B. O'Neill, C. Siegel, D. Blabey, R. Ringer re AFI examination submissions and motion for extended stay (.6); follow up call re same with D. Mannal, K. Eckstein and R. Ringer (1.0). Review and comment on AFI confi agreement (.1).	1.70	1,224.00
12/31/12	MANNAL, DOUGLAS	Review AFI's and Debtors' submissions to examiner (3.5); conference call with K. Eckstein, J. Trachtman, N. Simon, J. Rochon, B. O'Neill, C. Siegel, S. Zide, D. Blabey, R. Ringer re same (.6); follow-up call with K. Eckstein, R. Ringer and S. Zide re same (1).	5.10	4,029.00
12/31/12	ECKSTEIN, KENNETH H.	Follow up correspondence w/ J. Trachtman re foreclosure review issues and investigation (.7); call w/G. Lee re: same (.7)	1.40	1,386.00

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12/31/12	ECKSTEIN, KENNETH H.	Call w/ N. Simon, J. Rochon, D. Mannal, J. Trachtman, B. O'Neill, C. Siegel, S. Zide, D. Blabey, R. Ringer re: AFI investigation, examiner submissions (.6), follow-up call w/ D. Mannal, S. Zide, R. Ringer re: same (1.0); emails w/ D. Mannal, S. Zide R. Ringer re: same (.2).	<u>1.80</u>	<u>1,782.00</u>
TOTAL			<u>1,816.30</u>	<u>\$1,121,301.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	18.10	17,919.00
TRACHTMAN, JEFFREY S.	PARTNER	16.70	14,863.00
BENTLEY, PHILIP	PARTNER	124.10	107,346.50
O'NEILL, P. BRADLEY	PARTNER	1.00	790.00
ROCHON, JENNIFER	PARTNER	1.20	948.00
KAUFMAN, PHILIP	PARTNER	105.10	98,794.00
MANNAL, DOUGLAS	PARTNER	14.80	11,692.00
PETTIT, LAURENCE	PARTNER	11.60	9,744.00
LIU, GILBERT	PARTNER	2.60	2,119.00
SCHULMAN, BRENDAN M.	SPEC COUNSEL	32.90	24,675.00
TAYLOR, JOEL M.	ASSOCIATE	5.00	3,725.00
WARSHALL-KATZ, ARIELLE	ASSOCIATE	78.60	55,020.00
LEVINE, ADINA C	ASSOCIATE	37.10	25,413.50
ZIDE, STEPHEN	ASSOCIATE	1.20	864.00
CHO, DANNIE	ASSOCIATE	120.80	76,708.00
COLEMAN, KRISTEN A	ASSOCIATE	87.10	55,308.50
MELLIN, MICHAEL	ASSOCIATE	6.50	4,127.50
BLABEY, DAVID E	ASSOCIATE	21.10	15,192.00
NEUNDER, LISA	ASSOCIATE	20.80	6,864.00
RINGER, RACHAEL L	ASSOCIATE	14.60	7,957.00
MILLER, ASHLEY S	ASSOCIATE	91.80	54,621.00
DUNLAP, JEFFREY	ASSOCIATE	57.30	31,228.50
ALLARD, NATHANIEL	ASSOCIATE	6.10	2,531.50
KAGAN, SAMANTHA M	ASSOCIATE	121.50	50,422.50
GRIBBON, SARA B	ASSOCIATE	123.00	51,045.00
SCHMIDT, SHAI	ASSOCIATE	4.00	2,180.00
REID, DENISE L	PARALEGAL	6.50	1,917.50
STACKPOOLE, ANNE	PARALEGAL	25.40	7,493.00
SHAIN, ALIYA	PARALEGAL	11.20	3,192.00
YAN, HENRY X	PARALEGAL	4.10	1,168.50
PHILLIP, RENEE	PARALEGAL	<u>3.70</u>	<u>1,091.50</u>
TOTAL		<u>1,175.50</u>	<u>\$746,961.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/12	BENTLEY, PHILIP	Draft Objection (3.0) and revise (2.1)expert reports; conference call with B. Schulman (1.1) re same; review and edit draft scheduling order (.8); T/C W/ B. Schulman and G. Horowitz re open disclosures (.4)	7.40	6,401.00
12/01/12	BLABEY, DAVID E	Proof Cornell and Morrow expert reports.	2.00	1,440.00
12/01/12	SCHULMAN, BRENDAN M.	Email G. Horowitz and P. Bentley re experts (0.3); confer with M. Checo re document production (0.3); conference call with P. Bentley re expert disclosures and related matters (1.1); review document request (0.5); review Ally engagement letter (0.2); email to P. Bentley re documents considered list (0.6); discussion with JF Morrow re: same (0.5); email P. Bentley re expert disclosures (0.4); send markup rider to P. Bentley (0.6); T/c with P. Bentley re expert disclosures (0.4); further coordination and discussions with experts on document disclosures (1.8).	6.70	5,025.00
12/01/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, D. Blabey, R. Ringer, M. Mellin re RMBS objection (.9); review RMBS objection draft (1.2).	2.10	1,869.00
12/01/12	MELLIN, MICHAEL	Review and analysis of tolling agreements (1.9); draft email re: same (.2).	2.10	1,333.50
12/01/12	RINGER, RACHAEL L	Review revised RMBS scheduling order (.5), e-mails with P. Bentley re: same (.2).	0.70	381.50
12/02/12	KAGAN, SAMANTHA M	Review deposition transcript of J. Cancelliere (2.0); Review deposition transcript of T. Devine (2.0)	4.00	1,660.00
12/02/12	KAUFMAN, PHILIP	Review revised drafts of Scheduling Order and brief in support of objection (1.5); e-mails with K. Eckstein, D. Mannal and P. Bentley re: comments on drafts and strategy (.7).	2.20	2,068.00
12/02/12	ECKSTEIN, KENNETH H.	Review revised RMBS objection (1.0); revise same (.6); conf call w/P. Bentley, D. Mannal, R. Ringer, and D. Blabey re expert reports (1.0).	2.60	2,574.00

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12/02/12	BENTLEY, PHILIP	Review Objection (3.5) and expert reports (4.1); conf calls with experts (0.5) re same; call with K. Eckstein, D. Mannal, R. Ringer, D. Blabey re expert reports (1.0); emails to B. Schulman re same (.2).	9.30	8,044.50
12/02/12	BLABEY, DAVID E	Review cases for RMBS objection (1.4); proof objection (1.2); call with K. Eckstein, D. Mannal, P. Bentley and R. Ringer re expert reports (1.0).	3.60	2,592.00
12/02/12	SCHULMAN, BRENDAN M.	Emails from P. Bentley re materials considered and expert reports (0.4); emails to A. Frankel re list of materials (0.3); receive files from R. Epstein (0.2); coordinate with M. Checo re setup of document production and parameters (1.6).	2.50	1,875.00
12/02/12	TRACHTMAN, JEFFREY S.	Emails with D. Blabey, P. Bentley, R. Ringer, K. Eckstein re RMBS objection (.8); review draft objection and expert reports (1.5).	2.30	2,047.00
12/02/12	MANNAL, DOUGLAS	Review and comment on expert reports (2.9); review revised objection (.5); prep for (.6) and call with (1.0) K. Eckstein, P. Bentley, R. Ringer, D. Blabey re expert report and objection.	5.00	3,950.00
12/02/12	MELLIN, MICHAEL	Revise draft objection (.6).	0.60	381.00
12/02/12	RINGER, RACHAEL L	E-mails with D. Mannal re: issues with scheduling order, e-mail to K. Eckstein re: same (.5), e-mails with D. Blabey and RMBS team re: RMBS objection and redactions (.2), prep for (.5) and call (1.0) with K. Eckstein, D. Mannal, P. Bentley, D. Blabey re expert reports; redact objection for sending to Committee members (.3), coordinate with D. Blabey and P. Bentley re: service of RMBS brief (.4)	2.90	1,580.50
12/02/12	DUNLAP, JEFFREY	Insert citations into Objection (.3)	0.30	163.50
12/03/12	GRIBBON, SARA B	Meeting with S. Kagan and A. Stackpoole re: Talcott Franklin document production (.7), emails with S. Kagan re: Talcott Franklin cross (.2), phone call with M. Mellin re: same (.1), review and flag hot documents re: Talcott Franklin cross (5.6)	6.60	2,739.00
12/03/12	KAGAN, SAMANTHA M	Review transcript of Devine Deposition	0.60	249.00

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12/03/12	KAGAN, SAMANTHA M	Review and analyze documents produced by Talcott Franklin in 9019 discovery for issues with proposed RMBS Settlement (1.3); Review searches on Concordance for Talcott Franklin (.5); meeting with S. Gribbon and A. Stackpoole re Talcott Franklin production (.7).	2.50	1,037.50
12/03/12	MILLER, ASHLEY S	Assist with preparation of Objection \ and accompanying exhibits for service (5); review through other parties' objections to 9019 motion (1); prepare for cross examination of M. Renzi (1)	7.00	4,165.00
12/03/12	NEUNDER, LISA	Finalization of Committee's objection for service.	9.10	3,003.00
12/03/12	LEVINE, ADINA C	Review of MBIA, FGIC and WT objections (1.1); call with A. Katz re: case strategy and trial prep (1.0); review of objection (2.8); e-mails with K. Eckstein, P. Bentley, D. Blabey, R. Ringer, D. Reid, A. Miller re: Objection (.6); revisions to objections (1.7); meet with K. Coleman re cross outlines (.5).	7.70	5,274.50
12/03/12	PETTIT, LAURENCE	Review final draft of objection to analyze new changes in light of prior comments.	0.90	756.00
12/03/12	BENTLEY, PHILIP	Revise Objection (7.9) and review RMBS expert reports (5.0); conf call with experts (1.0) re same; review and comment on latest draft of scheduling order, and trade multiple emails with P. Kaufman, D. Mannal and R. Ringer re same (0.7); emails w/ D. Blabey re: objection (.1).	14.70	12,715.50
12/03/12	KAUFMAN, PHILIP	Review and analysis of Committee members' draft objections/expert reports (2.8); e-mails with P. Bentley, R. Ringer, D. Mannal re: draft objection, strategic issues (1.3).	4.10	3,854.00
12/03/12	BLABEY, DAVID E	Exchange emails with P. Bentley, R. Ringer, P. Kaufman re filing of objection (.1); call with Committee member re objection (.1) and implement edits (.1); exchange emails with R. Ringer re filing of objection (.1); proof and edit brief for filing (1.6); further editing of brief for filing (4.3).	6.30	4,536.00

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12/03/12	SCHULMAN, BRENDAN M.	Draft cover letter for expert document production (0.5); revise letter (0.1); confer w/ A. Frankel re materials for production (0.8); coordinate with M. Checo re document production (1.7); email update to P. Bentley (0.1); review lists of materials considered (0.4); emails R. Epstein re transmittal of documents for production (0.5); review expert documents to mark confidentiality designations (0.2); email from D. Blabey re confi (0.2); review 26(a) filing (0.4); revise same (0.3); email from J. Dunlap re confi (0.1); review pre-production documents (0.4); emails from K. Eckstein re experts and objection (0.4); attend to document production including cover letter and transmittal to counsel (0.8); review incoming expert reports (0.6); emails to P. Bentley re confi designations and expert reports (.6).	8.10	6,075.00
12/03/12	STACKPOOLE, ANNE	Organize exhibits in preparation for filing of Committee opposition to 9019 motion (1.3); review redline for changes to exhibits (.6); meeting with S. Gribbon and S. Kagan in preparation for review of Talcott Franklin documents (.7).	2.60	767.00
12/03/12	MELLIN, MICHAEL	Review and analysis of tolling agreements (.3); review and analysis of deposition transcripts (2.4); t/c with S. Gribbon re Talcott Franklin Cross (.1).	2.80	1,778.00
12/03/12	LIU, GILBERT	Review of 9019 Objection (0.5); Review of correspondence regarding 9019 Objection (.2)	0.70	570.50
12/03/12	REID, DENISE L	Assist with filing Brief (3.5); Cite check TOA & TOC (3.0).	6.50	1,917.50
12/03/12	COLEMAN, KRISTEN A	Preparation for T. Marano's cross examination regarding RMBS settlement (5.5); Meeting with A. Levine re: cross examination outlines (.5); review documents related to Talcott Franklin on chronology (1.5)	7.50	4,762.50

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12/03/12	WARSHALL-KATZ, ARIELLE	Review 9019 objections from FGIC, MBIA & Wilmington (1.4); call with A. Levine re case strategy and trial prep (1); review and revise Committee objection for service on Debtors (3.5); multiple emails with A. Levine, D. Blabey, R. Ringer, D. Reid, A. Miller re objections (.8); review committee expert reports (.5).	7.20	5,040.00
12/03/12	DUNLAP, JEFFREY	Cite check objection (4.2)	4.20	2,289.00
12/03/12	CHO, DANNIE	Analyze Committee and related party objections and exhibits (2.5).	2.50	1,587.50
12/03/12	RINGER, RACHAEL L	Send e-mail to non-Trustee counsel re: RMBS objection (.2), e-mails with D. Blabey re: filing objection (.1), revise RMBS scheduling order (.3), further revise RMBS scheduling order (.3), draft e-mail re: service of RMBS objections (.5), coordinate and compile submissions from WT, FGIC, and MBIA (.5), e-mails with A. Levine and K. Eckstein re: K. Patrick comments to scheduling order (.1), proofread draft objection (1.0), assist with reviewing and finalizing for submission (.5).	3.50	1,907.50
12/03/12	MANNAL, DOUGLAS	Coordinate final changes to RMBS objection.	3.40	2,686.00
12/03/12	ECKSTEIN, KENNETH H.	Call with G. Lee re RMBS scheduling order, (.4).	0.40	396.00
12/03/12	ECKSTEIN, KENNETH H.	Review draft RMBS objections (.7), expert reports (.7), and comment on same (.6); analyze related RMBS issues (1.4).	3.40	3,366.00
12/04/12	GRIBBON, SARA B	Review Triaxx objection (.5), Phone call with J. Dunlap re objections (.1), prepare for meeting (.7), meeting with A. Levine, A. Katz, S. Kagan, K. Coleman, J. Dunlap, A. Miller re Talcott Franklin cross (1.0), review final committee objection (2.1), emails with S. Kagan re Talcott Franklin cross (.1), list themes for T. Franklin cross (.5), begin outline of T. Franklin cross (1.5)	6.50	2,697.50
12/04/12	MILLER, ASHLEY S	Review objections to 9019 motion (3); prepare for cross examination of Renzi (1.3); meet with A. Levine, A. Katz, J. Dunlap, S. Kagan, S. Gribbon and K. Coleman re cross examination outlines for hearing (1.0)	5.30	3,153.50
12/04/12	ALLARD, NATHANIEL	Review RMBS objections (.8), draft summary re: same (3.7), emails w/ D. Blabey and R. Ringer re: same (.2).	4.70	1,950.50

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12/04/12	KAGAN, SAMANTHA M	Review recently filed Committee Objection and Expert Reports (2.0); Prep for (.5) and attend (1.0) meeting with A. Levine, A. Katz, K. Coleman, J. Dunlap, A. Miller and S. Gribbon regarding Talcott Franklin cross examination.	3.50	1,452.50
12/04/12	PETTIT, LAURENCE	Review final expert reports (1.1); confer with G. Liu re expert reports and objection (.2).	1.30	1,092.00
12/04/12	NEUNDER, LISA	Compile opposition paper copies (.4), organize same (.3) and reviewing completed binders for accuracy (.5).	1.20	396.00
12/04/12	KAUFMAN, PHILIP	E-mails with A. Levine, A. Katz and R. Ringer re: RMBS objection, Committee members' submissions, strategic matters (1.2); continue review of Committee members' submissions (9.2).	10.40	9,776.00
12/04/12	SCHULMAN, BRENDAN M.	Emails re service of expert reports and objection (0.4); email from P. Bentley re experts and objection (0.1).	0.50	375.00
12/04/12	BLABEY, DAVID E	Final review of RMBS objection.	1.20	864.00
12/04/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, K. Eckstein, A. Levine, D. Mannal re objections (.7); review final objections (1.8).	2.50	2,225.00
12/04/12	BENTLEY, PHILIP	Review expert reports served this week (4.0) and take notes re same (.6); email C. Siegel and M. Espana re same (.4); revise notes on same (1.2).	6.20	5,363.00
12/04/12	ECKSTEIN, KENNETH H.	Review RMBS briefs (1.0)	1.00	990.00
12/04/12	STACKPOOLE, ANNE	Document production of 9019 motion materials (.8); document and file management of court filings (.7); organize documents in preparation for attorney meeting (.5).	2.00	590.00
12/04/12	LIU, GILBERT	Email correspondence with R. Ringer re: monoline structures (0.2); Review of expert reports and related correspondence (0.4); Confer w/L. Pettit re: expert reports and objection (0.2)	0.80	652.00
12/04/12	SHAIN, ALIYA	Email coordination with P. Bentley re: Committee's objection to RMBS 9019 Motion.	0.60	171.00
12/04/12	SHAIN, ALIYA	Begin organization of binders re: RMBS Objection and expert reports.	3.10	883.50

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12/04/12	LEVINE, ADINA C	Meeting with A. Katz and K. Coleman re Marano cross outline (1.0); meeting with A. Katz re trial prep and witness outlines (1.4); e-mails with P. Bentley, P. Kaufman, A. Katz, L. Neunder, A. Miller re: follow-up from Objection and cross outlines (.7); prep for (2.2) and attend (1.0) meeting with A. Katz, S. Gribbon, S. Kagan, K. Coleman, J. Dunlap and A. Miller re Talcott Franklin Cross examination.	6.30	4,315.50
12/04/12	COLEMAN, KRISTEN A	Meeting with A. Levine and A. Katz re: Tom Marano cross outline (1); meeting with A. Levine, A. Katz, S. Kagan, S. Gribbon, J. Dunlap and A. Miller re: Talcott Franklin cross outline (1); Review and analysis of Kramer Levin RMBS objection (3.2); Review and analysis of MBIA objection (2.1)	7.30	4,635.50
12/04/12	WARSHALL-KATZ, ARIELLE	Meetings re trial prep and witness outlines with A. Levine (1.4); Multiple discussions with court reporter re transcripts and depositions (1.9); emails with D. Mannal re same (.2). Emails with Jones Day & Cadwalader re depositions (.5); prep for (.5) attend and meeting re Talcott Franklin cross examination with A. Levine, S. Kagan, S. Gribbon, K. Coleman, J. Dunlap and A. Miller (1.0). Meeting w/ A. Levine and K. Coleman re: Marano Cross outline (1.0).	6.00	4,200.00
12/04/12	DUNLAP, JEFFREY	Check exhibit citations (.7); prep for (.5) and attend (1.0) meeting with A. Levine, A. Katz, A. Miller, S. Kagan, K. Coleman, S. Gribbon Talcott Franklin cross outline review depo transcripts (1.0); draft outline of same (1.2) T/C W/ S. Gribbon re: objections (.1)	4.50	2,452.50
12/04/12	ECKSTEIN, KENNETH H.	Call w/R. Wynne (.4), Dubel (2x) (.7); M. Ellenberg (.8); G. Lee (2x) (.7) re: RMBS scheduling order; review scheduling order (.9).	3.50	3,465.00
12/04/12	ECKSTEIN, KENNETH H.	Review letter for Kathy Patrick re: RMBS (.3) and reply to same (.3).	0.60	594.00
12/05/12	ALLARD, NATHANIEL	Revise memo on RMBS objections (.3), emails w/ D. Blabey re: same (.1)	0.40	166.00
12/05/12	LIU, GILBERT	Review of emails among S. Zide, J. Shifer and L. Pettit re motion by certificateholders.	0.50	407.50

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12/05/12	GRIBBON, SARA B	Meeting with S. Kagan re: Talcott Franklin cross outline (.4), review memo re: settlement timeline (1.2), review FGIC objection (.5), research background information for T. Franklin cross (.2), review chron of settlement negotiations (1.2), begin draft of T. Franklin cross outline (4.9)	8.40	3,486.00
12/05/12	KAGAN, SAMANTHA M	Prepare for meeting with S. Gribbon re Talcott Franklin Cross Outline (.5); meeting with S. Gribbon regarding Talcott Franklin Cross Outline (.4); draft Talcott Franklin Cross Outline (6.2).	7.10	2,946.50
12/05/12	KAUFMAN, PHILIP	Conferences with A. Katz and A. Levine re: outstanding discovery issues, trial preparation, strategy. (1.8); emails re same (.5); continue review and analysis of Committee members' objections and expert reports (5.2).	7.50	7,050.00
12/05/12	BLABEY, DAVID E	Review and edit N. Allard memo on other objections filed to RMBS motion.	0.70	504.00
12/05/12	PHILLIP, RENEE	Update K. Eckstein's declaration exhibits binder.	1.00	295.00
12/05/12	PHILLIP, RENEE	Create binder of exhibits used in T. Devine deposition and deposition transcript for attorney review.	2.70	796.50
12/05/12	LEVINE, ADINA C	Meeting with P. Kaufman and A. Katz re: discovery issues and trial prep (1.8); draft letters re: PEO (.5); drafting WIP (.7); conversation with M. Lightner re: Mack documents; review of Mack letter (.5); draft letter to Kathy Patrick (.8); meeting with A. Katz re: Hamzehpour outline and next steps (1); emails with A. Katz re: next steps (.5); review of Mack documents (.3); e-mails with P. Bentley, S. Kagan re: Sillman digest, e-mails with M. Lightner re: Mack documents; e-mails with L. Neunder re: potential discovery issues (.2); review of FGIC chron (.4)	6.70	4,589.50
12/05/12	TRACHTMAN, JEFFREY S.	Emails re negotiations and meeting re investigation with K. Eckstein, N. Simon, J. Rochon (.3); Emails with P. Bentley, K. Eckstein, D. Blabey re RMBS scheduling and objections (.6); read final objections (.9).	1.80	1,602.00

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12/05/12	BENTLEY, PHILIP	Review and comment on successive drafts of scheduling order (2.6); discs with K. Eckstein (0.6) re same; review objections, expert reports and supporting docs filed this week (4.5).	7.70	6,660.50
12/05/12	YAN, HENRY X	Assemble Hamzehpour deposition binder for attorney review.	4.10	1,168.50
12/05/12	WARSHALL-KATZ, ARIELLE	Prep for (2.1) and attend (1.8) meeting with P. Kaufman & A. Levine re trial preparation and case issues ; meeting with A. Levine re Hamzehpour outline and trial prep (1); review letter from Ropes re court reporter (.5) analysis re same (1.0); emails with Kirkland re deposition exhibits (.5); t/c with court reporter re same (.5).	7.40	5,180.00
12/05/12	SCHULMAN, BRENDAN M.	Email to A. Levine re authority concerning discovery issue (0.4); Emails to A. Katz re same (.2);	0.60	450.00
12/05/12	SHAIN, ALIYA	Organize RMBS 9019 binders and expert reports (1.7); draft indices re: same (1.8).	3.50	997.50
12/05/12	STACKPOOLE, ANNE	Organize 9019 motion documents in preparation for attorney review.	2.50	737.50
12/05/12	MILLER, ASHLEY S	Review produced documents re: relationship of AFI contribution to RMBS settlement	7.00	4,165.00
12/05/12	COLEMAN, KRISTEN A	Review and analysis of FGIC objection (2.2); review FGIC chronology (1.7).	3.90	2,476.50
12/05/12	DUNLAP, JEFFREY	Review deposition transcripts (1.9); draft outline of same (2.7).	4.60	2,507.00
12/05/12	RINGER, RACHAEL L	Revise scheduling order, e-mails with K. Eckstein, P. Bentley and D. Mannal re: same (.5), email disc. with D. Mannal re: response to letter to K. Patrick (.2), draft and revise same (.5), finalize same and e-mail to MoFo (.2)	1.40	763.00
12/05/12	ECKSTEIN, KENNETH H.	Review RMBS scheduling order, comment (.7); calls w/Dechert re issues (.7); follow up discussions with P. Bentley re same (.6).	2.00	1,980.00
12/06/12	KAGAN, SAMANTHA M	Review documents pertaining to Talcott Franklin cross examination (3.8); draft (2.2) and revise (1.0) cross examination outline.	7.00	2,905.00
12/06/12	PETTIT, LAURENCE	Correspondence with J. Shifer regarding RMBS investor claims (0.3); follow up research with governing documents re same and send replies by email to J. Shifer and S. Zide (1.9).	2.20	1,848.00

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12/06/12	GRIBBON, SARA B	Emails with S. Kagan, A. Levine, K. Coleman, M. Mellin, J. Dunlap re: T. Franklin production materials (.3), research re: background materials for T. Franklin cross (.8), draft outline for T. Franklin cross (4.1)	5.20	2,158.00
12/06/12	LEVINE, ADINA C	Review of FGIC Chron and e-mail to M. Mellin, K. Coleman, A. Katz, S. Gribbon, S. Kagan, J. Dunlap, A. Miller re: same (.3); conversation with P. Kaufman re: confidentiality (.3); conversation with A. Katz re confidentiality (.5), e-mails with P. Kaufman re: same (.2); calls with R. Ringer, D. Mannal re: letter to Kathy Patrick and next steps (.4); meeting with P. Bentley re: follow-up from Objection and BofA research (.6).	2.30	1,575.50
12/06/12	BENTLEY, PHILIP	Review drafts of scheduling order (0.8); review RMBS responses (.9); draft notes re same (.9); email discs w/ K. Eckstein and D. Mannal re current issues (0.4) meeting with A. Levine re follow up from objection and research (0.6) and email D. Blabey (0.2) re current issues.	3.80	3,287.00
12/06/12	KAUFMAN, PHILIP	Continued review and analysis of RMBS objections (4.3); e-mails with P. Bentley, K. Eckstein, D. Mannal re: outstanding discovery issues, amended scheduling order, strategic matters (.7); conversation with A. Levine re confidentiality (.3); emails to A. Levine re same (.3); discs with A. Katz re confi designations (.5).	6.10	5,734.00
12/06/12	NEUNDER, LISA	Reviewing research for potential discovery issues.	3.50	1,155.00
12/06/12	MANNAL, DOUGLAS	Draft response to K. Patrick letter (.9); comment on scheduling order (.5)	1.40	1,106.00
12/06/12	STACKPOOLE, ANNE	Organize revised clawback lists and correspondences in preparation for attorney review (1.0); communications with Alix Partners and litigation technical support regarding import of Debtor and Ally productions (.8)	1.80	531.00
12/06/12	MILLER, ASHLEY S	Review and analyze documents produced in 9019 discovery for issues with proposed RMBS Settlement.	7.00	4,165.00

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12/06/12	COLEMAN, KRISTEN A	Review Talcott Franklin presentation (.5); email with A. Levine, M. Mellin and S. Kagan re: presentation (.2); review and analysis of Wilmington Trust objection (2.2); Preparation for Tom Marano's cross examination regarding RMBS settlement (4); call with S. Kagan re: Talcott Franklin outline (.5)	7.40	4,699.00
12/06/12	RINGER, RACHAEL L	Revise scheduling order (.3), draft letter to K. Patrick re: RMBS issues (.6), review revised scheduling order, e-mail to D. Mannal and K. Eckstein re: same (.4), further revise letter to K. Patrick (.3)	1.60	872.00
12/06/12	WARSHALL-KATZ, ARIELLE	Review all parties' objections and expert reports (3.7); multiple discussions with A. Levine (.5); P. Kaufman (.5) re confidentiality designations.	4.70	3,290.00
12/06/12	DUNLAP, JEFFREY	Meeting w/ S. Kagan re: factual background (.3); emails to K. Coleman re: presentation (.2); review chron (.5); draft outline (3.1)	4.10	2,234.50
12/07/12	MILLER, ASHLEY S	Prepare cross examination outline for Mark Renzi (6.5); discussion with A. Katz re same (.5).	7.00	4,165.00
12/07/12	GRIBBON, SARA B	Email with M. Mellin re: depositions (.1), emails to S. Kagan re: cross outlines (.1), draft (2.5) and revise (1.4) T. Franklin cross outline.	4.10	1,701.50
12/07/12	KAGAN, SAMANTHA M	Review documents pertaining to Talcott Franklin cross examination (3.8); draft (3.2) and revise (2.2) cross examination outline.	7.00	2,905.00
12/07/12	BENTLEY, PHILIP	Review recent Rule 9019 pleadings and responses.	0.60	519.00
12/07/12	KAUFMAN, PHILIP	Draft revision of correspondence to K. Patrick re: 11/26 and 11/27 letters (.8); e-mails with A. Katz, A. Levine, D. Mannal and K. Eckstein re: amended scheduling order(1.0); review issues re: PEO designations (2.7).	4.50	4,230.00
12/07/12	COLEMAN, KRISTEN A	Preparation for Tom Marano's cross examination regarding RMBS settlement (4.5)	4.50	2,857.50
12/07/12	WARSHALL-KATZ, ARIELLE	Emails re expert depositions (.6); review parties' objections and expert reports (2.5); email discussions with A. Stackpoole re reporter invoices (.5); discussions with court reporter re same (.8); discussions with A. Miller re witness outlines (.5).	4.90	3,430.00

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12/07/12	DUNLAP, JEFFREY	Review transcript (.5); draft outline re same (1.0)	1.50	817.50
12/07/12	RINGER, RACHAEL L	E-mails with P. Bentley re: scheduling order (.2), revise letter to K. Patrick re: RMBS issues (.4)	0.60	327.00
12/08/12	BLABEY, DAVID E	Review draft presentation to AFI (1) and add discussion relating to AFI control over RMBS settlement (2.5).	3.50	2,520.00
12/08/12	KAGAN, SAMANTHA M	Review Documents for Talcott Franklin Cross Examination Outline	3.00	1,245.00
12/08/12	BENTLEY, PHILIP	Review (.5) and edit (.6) draft letter to K. Patrick re proposed depositions; review current RMBS issues (0.4)	1.50	1,297.50
12/09/12	SCHMIDT, SHAI	Research re RMBS investor issues (2); summarize same for J Shifer (2).	4.00	2,180.00
12/09/12	GRIBBON, SARA B	Review (2.3) and revise (2.0) Talcott Franklin cross outline	4.30	1,784.50
12/09/12	ROCHON, JENNIFER	Revising AFI presentation on RMBS issues (1.1); email w/S. Ettari regarding AFI presentation (.1).	1.20	948.00
12/09/12	KAGAN, SAMANTHA M	Draft Talcott Franklin Cross Examination Outline	1.00	415.00
12/09/12	BENTLEY, PHILIP	Trade emails with K. Eckstein re 9019 issues	0.40	346.00
12/09/12	BLABEY, DAVID E	Review and edit AFI presentation on RMBS negotiations.	0.10	72.00
12/09/12	RINGER, RACHAEL L	Revise letter to K. Patrick re: P. Bentley comments (.2)	0.20	109.00
12/09/12	ECKSTEIN, KENNETH H.	Review RMBS scheduling order (.5); email to D. Rains re same (.4); review and comment on letter to K. Patrick re: same (.5).	1.40	1,386.00
12/10/12	KAGAN, SAMANTHA M	Review documents for Talcott Franklin cross examination outline (3); Review documents and integrated into Talcott Franklin cross examination outline (2.9); emails with S. Gribbon re redline agreements (.1).	6.00	2,490.00
12/10/12	GRIBBON, SARA B	Research with A. Stackpoole re: Talcott Franklin (.3), phone call with library staff re: same (.1), emails with S. Kagan re: redlined agreements (.1), research (4.3) and draft (3.1) Talcott Franklin cross outline.	7.90	3,278.50

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12/10/12	BENTLEY, PHILIP	Follow up analysis re issues with 9019 settlement , (1.0); discs J. Taylor re UCC objection (0.6), discussions with J. Jurgens (0.2) and M. Landy (0.2) re same; review and comment on scheduling order drafts and trade emails re same (1.9), and discs D. Rains (0.7) and K. Eckstein (0.4) re same	5.00	4,325.00
12/10/12	LEVINE, ADINA C	Review of letter to K. Patrick, K. Eckstein's e-mail re: same, e-mails with A. Katz re: AFI presentation (.5); review of BofA docket re: expert issues (1.5); conversation with J. Dunlap re: experts (.6); conversation with A. Katz re follow-up re experts and next steps (1.4)	4.00	2,740.00
12/10/12	TAYLOR, JOEL M.	Call w/ P. Bentley re UCC objection (.6); review UCC's objection to settlement (1.0).	1.60	1,192.00
12/10/12	MILLER, ASHLEY S	Prepare cross examination outline for M. Renzi.	3.40	2,023.00
12/10/12	KAUFMAN, PHILIP	Review RMBS objections and expert reports (3.9); Call w/D. Rains, K. Eckstein re RMBS scheduling order and open issues (.7); e-mails with A. Katz, A. Levine and R. Ringer re: amended scheduling order, discovery issues, strategy (.7).	5.30	4,982.00
12/10/12	SCHULMAN, BRENDAN M.	Discussion A. Katz re expert materials (0.2); email re same (0.1).	0.30	225.00
12/10/12	SHAIN, ALIYA	Coordinate with P. Bentley re: transcripts from RMBS hearing (.2); organize re: same (.2).	0.40	114.00
12/10/12	STACKPOOLE, ANNE	Communications with A. Katz regarding deposition invoices emails re same (1.1); T/C w/ A. Katz re expert disclosures (.5), review of Morrow production for formatting inconsistencies (.5); distribution of Morrow production to joint defense counsel (.7); communications with litigation technical support regarding import of Morrow production into internal and extranet databases (.6); document/file organization of court documents and deposition transcripts (.7); organize Talcott Franklin documents and audio files for attorney review (.8); research with S. Gribbon re Talcott Franklin (.3).	5.20	1,534.00

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12/10/12	WARSHALL-KATZ, ARIELLE	Discussions with A. Stackpoole re deposition invoices and emails re same (1.1); t/c with MBIA re expert disclosures (.5); discussions with A. Stackpoole re same (.5); review Committee expert disclosures (.8); conversation with A. Levine re follow up and next steps re experts (1.4); discussion with B. Schulman re expert materials (.2).	4.50	3,150.00
12/10/12	DUNLAP, JEFFREY	Review BofA docket (3.7); phone conversation w/ A. Levine re: experts (.6)	4.30	2,343.50
12/10/12	RINGER, RACHAEL L	Revise letter to K. Patrick re: RMBS issues (.3), revise and finalize same, e-mails with P. Kaufman and P. Bentley re: same (.5), revise scheduling order re: RMBS (.2)	1.00	545.00
12/10/12	ECKSTEIN, KENNETH H.	Revise letter to K. Patrick re: RMBS (.7).	0.70	693.00
12/10/12	ECKSTEIN, KENNETH H.	Call w/D. Rains, P. Kaufman re RMBS scheduling order and open issues (.7).	0.70	693.00
12/10/12	ECKSTEIN, KENNETH H.	C/w P. Bentley re scheduling order drafts.	0.40	396.00
12/11/12	ALLARD, NATHANIEL	Emails w/ R. Ringer and A. Shain re: RMBS pleadings.	0.30	124.50
12/11/12	MILLER, ASHLEY S	Prepare cross examination outline for deposition of M. Renzi	6.00	3,570.00
12/11/12	KAGAN, SAMANTHA M	Summarize changes from redlined versions of RMBS Trust Settlement Agreements (1.0) review documents regarding comparison of same (1.0) Revise Talcott Franklin Cross Examination outline and review documents for same (5.0) prepare for meeting with S. Gribbon regarding Talcott Franklin (.3) meeting with S. Gribbon regarding Talcott Franklin cross drafts (.5)	7.80	3,237.00
12/11/12	GRIBBON, SARA B	Attend meeting with S. Kagan re: drafts of Talcott Franklin cross (.5), emails with S. Kagan and A. Levine re: same (.3), review Talcott Franklin production (2.3), continue drafting and revising Talcott Franklin cross outline (5.8), phone calls and email with library staff re: legal research for same (.3)	9.20	3,818.00
12/11/12	PETTIT, LAURENCE	Respond to questions from A. Levine regarding RMBS Settlement Agreement (0.3); respond to emailed questions from J. Shifer regarding treatment of RMBS investor claims (0.9).	1.20	1,008.00

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12/11/12	ZIDE, STEPHEN	Emails with P. Bentley and D. Mannal re open issues in scheduling order (.4).	0.40	288.00
12/11/12	LEVINE, ADINA C	Review of Devine deposition (1.5); discs with P. Kaufman and A. Katz confi designations (.7); e-mails with S. Kagan, S. Gribbon, L. Pettit re: Devine outline; review of production re: Talcott Franklin outline (.1); preparation for Thursday's meeting (.5); e-mails and calls with A. Stackpoole, A. Katz, P. Kaufman re: PEO designations (.7); e-mails with M. Mellin re: Devine outline, e-mails with same re: expert deposition (.3)	3.80	2,603.00
12/11/12	KAUFMAN, PHILIP	Draft and revise letter to K. Patrick re: RMBS discovery (.6); draft (2.0) and revise letters (1.3) to debtors' counsel re: same; e-mails with A. Levine, A. Katz, R. Ringer, and P. Bentley re: scheduling order issues, trial preparation, strategy (1.0); continue review of experts' reports and objections (1.7); disc. with A. Katz and A. Levine re confi designations (.7).	7.30	6,862.00
12/11/12	BENTLEY, PHILIP	Review and analyze documents identified as relevant in 9019 discovery for relevance to RMBS objection (2.1); review and mark up latest draft of scheduling order (.8) and discs M. Espana and D. Rains re same (.8); t/c with K. Eckstein re scheduling order (.3).	4.00	3,460.00
12/11/12	MANNAL, DOUGLAS	Revise K. Patrick letter response (.6); review revised scheduling order re Trustees' comments (.4); email with S. Zide re same (.3)	1.30	1,027.00
12/11/12	LIU, GILBERT	Review of A. Levine emails and email with L. Pettit re RMBS settlement agreement (0.4); Review J. Shifer and S. Zide emails regarding certificateholder claims (0.2).	0.60	489.00
12/11/12	SCHULMAN, BRENDAN M.	Email from P. Bentley re reviewing expert materials produced (0.1); confer with M. Checo re same (0.2); email instructions P. Bentley re document production (0.4).	0.70	525.00
12/11/12	TAYLOR, JOEL M.	Review Debtors' RMBS Expert Reports	2.40	1,788.00
12/11/12	SHAIN, ALIYA	Email coordination re: RMBS pleadings binder with RMBS litigation team (.5)	0.50	142.50

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12/11/12	STACKPOOLE, ANNE	Analysis of revised Debtor list of de-designated documents (1.2) and discs with A. Katz re confi designations (.5); review Morrow document production and notification of software required for data access (.5); document/e-file management of correspondences, court documents and joint defense materials (1.2).	3.40	1,003.00
12/11/12	COLEMAN, KRISTEN A	Review Talcott Franklin RMBS settlement agreement (1.5); emails with A. Levine, S. Kagan, and A. Katz re: same (.5); Preparation for T. Marano's cross examination regarding RMBS settlement (4.5)	6.50	4,127.50
12/11/12	WARSHALL-KATZ, ARIELLE	Correspondence with A. Levine re case staffing (.5); discussions with P. Kaufman & A. Levine re confidentiality designations (.7); review correspondence re same (.8); discussions with A. Stackpoole re Confi designations (.5); review deposition transcripts (2.0) draft letter re PEO designations (.6).	5.10	3,570.00
12/11/12	DUNLAP, JEFFREY	Review docket of BofA case (3.3); draft outline re: same (.8)	4.10	2,234.50
12/11/12	CHO, DANNIE	Analyze Committee and other noteholder objections and exhibits (3.1); analyze Debtor productions and expert presentations and reports (3.8); draft and analyze witness cross-examination themes and outlines (1.1).	8.00	5,080.00
12/11/12	ECKSTEIN, KENNETH H.	C/w P. Bentley re scheduling order (.3); review revised draft (.3).	0.60	594.00
12/11/12	SHAIN, ALIYA	Draft lengthy email of dates for Notice of Depositions for the Debtors' professionals (1.0).	1.00	285.00
12/12/12	ALLARD, NATHANIEL	Correspond w/ A. Shain re: RMBS documents (.2)	0.20	83.00
12/12/12	KAGAN, SAMANTHA M	Review documents for a portion of the Talcott Franklin Cross Examination outline (4.5); examine documents and draft portion of Talcott Franklin Cross Examination Outline (2.0); Review documents for Talcott Franklin Cross Outline (1.5).	8.00	3,320.00
12/12/12	ZIDE, STEPHEN	Email re: scheduling order with D. Mannal and call with Dechert re same (.4).	0.40	288.00

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12/12/12	LEVINE, ADINA C	Conversation with A. Katz re: RMBS update (.4), and e-mails with K. Coleman, L. Neunder, re: same (.2).	0.60	411.00
12/12/12	MILLER, ASHLEY S	Prepare cross examination outline for M. Renzi	4.00	2,380.00
12/12/12	GRIBBON, SARA B	Draft portion of Talcott Franklin cross (8.2), phone emails with A. Stackpoole, S. Kagan, A. Levine, and K. Coleman re: same (.4)	8.60	3,569.00
12/12/12	BENTLEY, PHILIP	Review and analyze documents identified as relevant in 9019 discovery for relevance to RMBS objection (2.5); conf calls with Alix Partners, A. Frankel and R. Epstein (1.3) and A. Frankel and R. Epstein (0.5), and emails discs with B. Schulman (0.2), re same; call with A. Katz and B. Schulman re expert issues (.3).	4.80	4,152.00
12/12/12	TAYLOR, JOEL M.	Review UCC Objection to RMBS objection.	1.00	745.00
12/12/12	SCHULMAN, BRENDAN M.	Review letter from D. Rains re expert production (0.4); email to P. Bentley re same (0.1); email instructions to J. Ranson re files for experts (0.3); confer with copy center re printing of large spreadsheet (0.2); discussion w/ JF Morrow re questions from D. Rains (0.7); email summary to P. Bentley (0.5); email from D. Rains re additional questions about expert production and respond to same (0.6); call from A. Katz and P. Bentley re expert issues (0.3).	3.10	2,325.00
12/12/12	STACKPOOLE, ANNE	Analyze native files in internal databases for purposes of identifying broken links.	1.20	354.00
12/12/12	COLEMAN, KRISTEN A	Review deposition digests of Marano, Mack and Whitlinger (2.5); draft summary of same for each (1.0).	3.50	2,222.50
12/12/12	WARSHALL-KATZ, ARIELLE	Discussions with court reporter re depositions (.8); t/c with Counsel for certificateholders re reporter invoices (.7); discussion with A. Levine re case update (.4); review deposition transcripts (1.0). Call with P. Bentley and B. Schulman re expert issues (.3).	3.20	2,240.00
12/12/12	DUNLAP, JEFFREY	Review RMBS deposition transcripts (1.2); draft outline of same (1.1)	2.30	1,253.50

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12/12/12	CHO, DANNIE	Analyze Committee and other noteholder objections and exhibits (4.0); analyze Debtor productions re: RMBS and RMBS deposition transcripts (3.2); draft witness cross-examination themes and outlines (2.1).	9.30	5,905.50
12/12/12	MANNAL, DOUGLAS	Draft K. Patrick letter in response to issues with Committee process (1.3).	1.30	1,027.00
12/13/12	KAGAN, SAMANTHA M	Draft Questions for Talcott Franklin Cross Outline (4.2); prep for (.4) and attend (1.1) team strategy meeting with P. Bentley, P. Kaufman, A. Levine, J. Trachtman, A. Katz, others; draft additional questions for (2.3) and edit (2.0) Talcott Franklin Cross Examination Outline.	10.00	4,150.00
12/13/12	MILLER, ASHLEY S	Prep for (.4) and attend (1.1) strategy meeting with P. Kaufman, A. Katz, P. Bentley, J. Dunlap, D. Cho, D. Blabey, and J. Trachtman; prepare cross examination outline for Mark Renzi (4.0); discs with A. Katz re cross outlines (.5).	6.00	3,570.00
12/13/12	KAGAN, SAMANTHA M	Review draft of portion of Talcott Franklin Cross Exam Outline	0.70	290.50
12/13/12	PETTIT, LAURENCE	Review question from P. Bentley regarding loan re-underwriting and respond by email after reviewing J. Morrow expert report (1.3).	1.30	1,092.00
12/13/12	GRIBBON, SARA B	Draft portion of T. Franklin cross outline (3.9), emails with S. Kagan re: same (.2), review notes from team strategy meeting (.2), review FGIC chronology (.3)	4.60	1,909.00
12/13/12	KAUFMAN, PHILIP	Prep for (1.1) and attend (1.1) strategy meeting with P. Bentley, A. Katz, A. Levine, A. Miller, J. Dunlap, others; draft email to internal KL team re: scheduling order, outstanding discovery issues, trial preparation (1.6); e-mails with Committee members' counsel re: same (.7).	4.50	4,230.00
12/13/12	BLABEY, DAVID E	Review case law re: causation issues (.4) and emails to P. Bentley and other team members re same (.2); prep for (.3) and attend strategy meeting with P. Bentley, D. Cho, J. Dunlap, P. Kaufman, A. Katz, others (1.1); emails re monoline claims with B. O'Neill (.5).	2.50	1,800.00
12/13/12	TRACHTMAN, JEFFREY S.	Review new RMBS decision (.4); prep for (.2) and attend (1.1) strategy meeting with P. Bentley, P. Kaufman, A. Katz, A. Levine..	1.70	1,513.00

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12/13/12	LEVINE, ADINA C	Preparation for strategy meeting (1.1); attend RMBS strategy meeting with P. Kaufman, A. Katz, P. Bentley, J. Trachtman, A. Miller, J. Dunlap, S. Kagan, D. Blabey, J. Taylor, D. Cho, R. Ringer (1.1); e-mails to A. Katz re: video depositions, next steps (.4); e-mails with A. Katz, J. Taylor, L. Neunder, R. Ringer re: ResCap meeting (.1); discussions with A. Katz re strategy/next steps (.7).	3.40	2,329.00
12/13/12	BENTLEY, PHILIP	Prep for upcoming expert depositions (5.0), and discuss A. Frankel and R. Epstein re same (1.3); review 9019-related procedural issues (0.4), and conf call with B. Schulman, A. Katz and R. Ringer re expert doc and production issues (0.4); t/c with B. Schulman and JF Morrow re expert materials (.4); attend strategy meeting with D. Blabey, D. Cho, J. Dunlap, S. Kagan, P. Kaufman, A. Levine, A. Katz, R. Ringer, J. Trachtman, A. Miller (1.1); review other RMBS issues (1.0)	9.60	8,304.00
12/13/12	SCHULMAN, BRENDAN M.	Email report to P. Bentley re items in D, Rains letter concerning expert document production (0.7); review spreadsheet and email P. Bentley re additional questions from D. Rains (0.4); conference call P. Bentley, A. Katz and R. Ringer re expert document production and related issues (0.4); review expert materials (0.7); call to J. Stanisci re expert materials (0.3); telephone call P. Bentley and JF Morrow re expert materials (0.4); confer with P. Bentley re loan files (0.6); email D. Rains and J. Levitt re expert productions (0.2); emails to A. Katz and P. Bentley re data files (0.2); email A. Frankel re excel spreadsheets (0.3); email from P. Bentley re deposition preparation (0.1).	4.30	3,225.00
12/13/12	SHAIN, ALIYA	Email coordination with P. Bentley re: Trustee's Expert reports (.5); emails with R. Ringer and N. Allard re coordination of same (.4).	0.90	256.50

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12/13/12	WARSHALL-KATZ, ARIELLE	Prepare for (1.1) and attend (1.1) RMBS strategy meeting with P. Kaufman, A. Levine, P. Bentley, J. Trachtman; emails with A. Levine re video depositions (.5); discussions with A. Levine re case strategy & next steps (.7); discussions with A. Miller re cross outlines (.5); multiple discussions with court reporter re depositions (.3); email with Ropes (counsel to certificateholders) re same (.2); conf call with B. Schulman, P. Bentley, and R. Ringer re expert doc production and issues (.4).	4.80	3,360.00
12/13/12	DUNLAP, JEFFREY	Emails to A. Miller re: waterfall presentations (.3); attend RMBS strategy team meeting with P. Bentley, D. Blabey, P. Kaufman, A. Levine, others (1.1); review objection to exclusivity motion (.2); draft T. Franklin outline (.8)	2.40	1,308.00
12/13/12	CHO, DANNIE	Prep for (.2) and attend (1.1) RMBS strategy meeting with D. Blabey, S. Kagan, A. Katz, J. Trachtman, others; analyze litigation strategies and themes (1.5); analyze transcripts and debtor productions (2.5); analyze cross-examination materials (2.4).	7.70	4,889.50
12/13/12	RINGER, RACHAEL L	Attend portion of RMBS strategy meeting with D. Blabey, P. Bentley, P. Kaufman, J. Trachtman (.8), revise response to K. Patrick letter re: Committee process (.4), further revise same per comments from K. Eckstein (.3), call with P. Bentley, B. Schulman and A. Katz re: expert doc production and issues (.4)	1.90	1,035.50
12/14/12	KAGAN, SAMANTHA M	Meeting with S. Gribbon re: Case Management, Talcott Franklin Cross Outline (.7); revise Talcott Franklin Cross Examination Outline (7.3).	8.00	3,320.00
12/14/12	MILLER, ASHLEY S	Prepare cross examination outline for M Renzi	7.00	4,165.00
12/14/12	BLABEY, DAVID E	Review draft letter to K. Patrick re: Committee issues (.3); discs with S. Zide re RMBS issues (.4).	0.70	504.00
12/14/12	ALLARD, NATHANIEL	Correspond w/ P. Bentley, R. Ringer and A. Shain re: RMBS documents.	0.50	207.50
12/14/12	O'NEILL, P. BRADLEY	Review case law re: damages claims and RMBS.	1.00	790.00

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12/14/12	BENTLEY, PHILIP	Prep for C. Morrow and B. Cornell depositions (4.4); T/C with C. Morrow re same (1.6); analyze expert discovery issues (0.9), and conf call with R. Epstein and B. Schulman re same (0.5); review trustees' response and expert report (1.2); discs with B. Schulman re expert deposition prep (.7); emails re materials to B. Schulman (.4).	9.70	8,390.50
12/14/12	TRACHTMAN, JEFFREY S.	Review expert materials and submissions (1.8); e-mail with R. Ringer, P. Bentley, P. Kaufman re scheduling (.5).	2.30	2,047.00
12/14/12	GRIBBON, SARA B	Meeting with S. Kagan re: case management, Talcott Franklin cross outline (.7), draft (2.6) and edit (1.9) Talcott Franklin cross outline.	5.20	2,158.00
12/14/12	KAUFMAN, PHILIP	Review joinders in RMBS trustee's objections to motion re: objection of executory contracts (.4); review expert report of W. Greene (2.7); review expert reports from Cornell and Morrow in light of Greene conclusions (1.8)	4.90	4,606.00
12/14/12	SCHULMAN, BRENDAN M.	Email from R. Epstein re documents (0.1); email from A. Shain re production (0.1); Emails P. Bentley re incoming expert document materials (0.4); discussions P. Bentley re preparation for expert depositions (0.7); email P. Bentley re list of terms for D. Rains (0.5); update spreadsheet document for expert production (0.4); email M. Espana re file transfer (0.2); draft email and send to D. Rains (0.4); conf call with P. Bentley and R. Epstein re expert discovery issues (.5).	3.30	2,475.00
12/14/12	SHAIN, ALIYA	Coordinate binder production re: RMBS pleadings.	0.50	142.50
12/14/12	LEVINE, ADINA C	E-mails with K. Coleman re: Marano outline, M. Moses re: breach of fiduciary duty	0.20	137.00
12/14/12	WARSHALL-KATZ, ARIELLE	Review deposition transcripts and exhibits re confidentiality designations (2.8); emails to B. Schulman re same (.5); emails with S. Kagan, A. Levine re trial prep and witness outlines (.4).	3.70	2,590.00
12/14/12	DUNLAP, JEFFREY	Review expert report of William H. Green (1.7); review transcript of Cancelliere deposition (.5); email with A. Miller re: allocations (.1)	2.30	1,253.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/14/12	CHO, DANNIE	Analyze Debtor RMBS productions and deposition transcripts (5.0); analyze Committee and other noteholder objections (2.0); draft witness cross-examination outlines (2.4).	9.40	5,969.00
12/14/12	RINGER, RACHAEL L	Review and finalize K. Patrick response letter (.5), E-mails with K. Eckstein and D. Mannal re: same (.3)	0.80	436.00
12/14/12	SHAIN, ALIYA	Send Lipps Supplemental Declaration to P. Bentley.	0.30	85.50
12/14/12	ZIDE, STEPHEN	Discuss with D. Blabey RMBS issues (.4).	0.40	288.00
12/15/12	KAGAN, SAMANTHA M	Review draft of the Talcott Franklin Cross Examination Outline	3.00	1,245.00
12/15/12	PETTIT, LAURENCE	Review Morrow expert testimony and sample R&W language (1.1).	1.10	924.00
12/15/12	BENTLEY, PHILIP	Review Greene's expert report (0.6), and conf call re same with B. Cornell, A. Frankel and R. Epstein (0.9)	1.50	1,297.50
12/15/12	WARSHALL-KATZ, ARIELLE	Email to Debtors re expert depositions (.5); emails with S. Ford re clawback issues and confidentiality designations (.5); review same (.5).	1.50	1,050.00
12/15/12	CHO, DANNIE	Analyze Debtor RMBS productions including board presentations, financial analysis, expert presentations and reports (4.5); analyze Committee and other noteholder objections (2.0); draft and analyze witness cross-examination themes and outlines (1.5).	8.00	5,080.00
12/16/12	BLABEY, DAVID E	Review Trustees' statement and expert report regarding RMBS settlement.	0.50	360.00
12/16/12	KAGAN, SAMANTHA M	Review Draft of Talcott Franklin cross examination outline	3.00	1,245.00
12/16/12	BENTLEY, PHILIP	Prep for Morrow deposition (0.7), and conf with C. Morrow and A. Frankel (3.5) re same; prep for Cornell deposition (0.3), and conf call with B. Cornell, A. Frankel and R. Epstein re same (1.2)	5.70	4,930.50
12/17/12	KAGAN, SAMANTHA M	Edit (2.0) and revise (3.8) draft of Talcott Franklin Witness Cross Examination outline. Meet with J. Dunlap regarding hearing prep (.2).	6.00	2,490.00
12/17/12	MILLER, ASHLEY S	Prepare cross examination outline for Mark Renzi	0.50	297.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	NEUNDER, LISA	Research concerning potential discovery issues.	3.90	1,287.00
12/17/12	TRACHTMAN, JEFFREY S.	Emails with R. Ringer, K. Eckstein, P. Bentley, N. Allard, re new filings, schedule.	0.50	445.00
12/17/12	MANNAL, DOUGLAS	Review response letter to K. Patrick in light of Trustees' comments (.5); conference call with Trustees re same (.8); review revised response (.3); review Trustees' response and expert report to R9019 motion (.8)	2.40	1,896.00
12/17/12	GRIBBON, SARA B	Emails with S. Ford and S. Kagan re: deposition digests (.3), emails with S. Kagan, A. Levine, A. Katz re: witness outlines and next steps (.3), draft Talcott Franklin cross outline (6.5)	7.10	2,946.50
12/17/12	KAUFMAN, PHILIP	Review deposition errata sheets received from witnesses' counsel (1.2); conferences and e-mails with A. Katz, A. Levine re: strategic issues (1.4); review served RMBS objections and responses (2.7).	5.30	4,982.00
12/17/12	COLEMAN, KRISTEN A	Draft Marano cross examination outline (5.5); review Talcott Franklin documents (1.7)	7.20	4,572.00
12/17/12	BENTLEY, PHILIP	Attend Morrow deposition (4.1), and conf C. Morrow and A. Frankel re follow up (0.5); review draft deposition outlines and related documents (1.1)	5.70	4,930.50
12/17/12	SCHULMAN, BRENDAN M.	Emails from P. Bentley re expert doc production to trustees (0.4); confer with A. Katz re same (0.3).	0.70	525.00
12/17/12	SHAIN, ALIYA	Locate and Email Rossi and Brown expert reports to P. Bentley.	0.40	114.00
12/17/12	MILLER, ASHLEY S	Gather materials on process issues relating to RMBS settlement	6.50	3,867.50
12/17/12	STACKPOOLE, ANNE	Draft index of changes to Mack deposition testimony (1.2); Analysis of Mack proposed changes to deposition transcript (1.1); email communications with A. Katz, L. Neunder and H. Yan regarding same (.6); communications with litigation technical support regarding problems with imports of videotaped testimony (.5).	3.40	1,003.00
12/17/12	LEVINE, ADINA C	E-mails with S. Gribbon and K. Coleman re: witness outlines (.2); e-mail from A. Katz re: Mack errata sheet (.1)	0.30	205.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	WARSHALL-KATZ, ARIELLE	Confer with B. Schulman re expert production (.3); email to A. Stackpoole re same (.7); review expert depositions (1.7); discussions with S. Gregory re reporter invoices (1.5).	4.20	2,940.00
12/17/12	DUNLAP, JEFFREY	Attend Morrow deposition (3.9); preparation for Bradford deposition (.3); meeting with S. Kagan re: hearing preparation (.2); review deposition transcript (.8)	5.20	2,834.00
12/17/12	CHO, DANNIE	Review and analyze documents identified as relevant in 9019 discovery for relevance to RMBS objection and relevance to cross examinations (5.0); analyze additional objections to RMBS 9019 settlement (2.0); draft and analyze witness cross-examination themes and outlines (4.2).	11.20	7,112.00
12/17/12	ECKSTEIN, KENNETH H.	Call with Trustee re Patrick letter (.8).	0.80	792.00
12/18/12	STACKPOOLE, ANNE	Organize documents in preparation for analysis of errata submissions (1.2); organize documents in preparation for K. Coleman review (.5); communications with technical support in preparation for building of deposition database (.7); call with K. Coleman re binders (.1).	2.50	737.50
12/18/12	MELLIN, MICHAEL	Attend meeting w/ A. Katz, S. Gribbon, S. Kagan re: cross outline.	1.00	635.00
12/18/12	KAGAN, SAMANTHA M	Review (3.0) and edit (3.8) draft of Talcott Franklin Cross; meeting with A. Katz, M. Mellin and S. Gribbon regarding cross outline (1.0)	7.80	3,237.00
12/18/12	MILLER, ASHLEY S	Prepare cross examination outline for Mark Renzi	6.60	3,927.00
12/18/12	KAUFMAN, PHILIP	Preparation for deposition of Clifford Rossi, including review of report and exhibits (2.6); review of latest pleadings re: RMBS 9019 settlement (3.1); discs with A. Katz re errata sheet (.7).	6.40	6,016.00
12/18/12	PETTIT, LAURENCE	Review outline by A. Frankel and send comments by return email to A. Frankel, R. Epstein, and P. Bentley (0.3).	0.30	252.00
12/18/12	NEUNDER, LISA	Research concerning errata sheets (.8), drafting email summarizing research (.5), and t/c with Managing Attorney's office concerning same (.3); disc with A. Katz re legal research (.7).	2.30	759.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/18/12	GRIBBON, SARA B	Attend meeting with M. Mellin, A. Katz, S. Kagan re: cross outline (1.0), review Renzi cross outline draft (.6), review Renzi deposition digest (.2) revise Talcott Franklin cross outline (6.1)	7.90	3,278.50
12/18/12	COLEMAN, KRISTEN A	Prepare draft cross examination outline for Marano (8.1); review Mack errata sheet (.5); review Marano video tape (.8); call with A. Stackpoole re: binders (.1)	9.50	6,032.50
12/18/12	BENTLEY, PHILIP	Attend Brown deposition (2.0), confs re: same with J. Jurgens and N. Bull (1.1) and J. Goodchild (0.3); emails with J. Trachtman, P. Kaufman, R. Ringer re scheduling depos (.8); disc. with B. Schulman re transmittal of expert production to trustees (.4); additional emails to B. Schulman re same (.1).	4.70	4,065.50
12/18/12	TRACHTMAN, JEFFREY S.	Emails with P. Bentley, P. Kaufman, N. Allard, R. Ringer re scheduling depositions (.4); read RMBS motion filings (1.2); organize files (.5)	2.10	1,869.00
12/18/12	SCHULMAN, BRENDAN M.	Email D. Rains re production to trustees and others (0.2); email from J. Levitt re expert production (0.1); email from P. Bentley re same (0.1); review prior correspondence (0.2); discussion P. Bentley re transmittal of expert production to trustees (0.4); transmittal to J. Goodchild of expert production and cover email (0.7).	1.70	1,275.00
12/18/12	WARSHALL-KATZ, ARIELLE	Discussions re court reporter (1.8); review invoices re same (1); meeting with M. Mellin, S. Gribbon & S. Kagan re cross-examination outlines (1); discussions with N. Simon re AFI presentation (1); discussions with P. Kaufman re errata sheet (.7); review and analysis of Mack deposition transcript (1.5); discussions with L. Neunder re legal research re deposition testimony (.7)	7.70	5,390.00
12/18/12	DUNLAP, JEFFREY	Emails re: Morrow deposition with P. Bentley, J. Trachtman (.2); draft outline for same (3.7); preparatory reading for deposition (1.1)	5.00	2,725.00
12/18/12	CHO, DANNIE	Analyze Debtor RMBS productions (4.5); analyze witness cross-examination themes (3.9).	8.40	5,334.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	KAGAN, SAMANTHA M	Review Draft of Talcott Franklin Cross Examination Outline (5.4); meeting with S. Gribbon regarding cross outline (.6).	6.00	2,490.00
12/19/12	MILLER, ASHLEY S	Prepare cross examination outline for Mark Renzi	7.00	4,165.00
12/19/12	COLEMAN, KRISTEN A	Review transcripts and prepare draft cross examination outline for Marano.	12.20	7,747.00
12/19/12	BENTLEY, PHILIP	Attend portion of Rossi deposition (1.0); review documents in preparation for Cornell deposition (3.9)	4.90	4,238.50
12/19/12	PETTIT, LAURENCE	Review and respond to emails from P. Bentley and A. Frankel regarding put-back claims (0.2).	0.20	168.00
12/19/12	KAUFMAN, PHILIP	Final preparation for and attend Rossi deposition (6.8); e-mails with A. Katz, P. Bentley and R. Ringer re: deposition, trial issues, strategy (1.3).	8.10	7,614.00
12/19/12	GRIBBON, SARA B	Review additional materials for Talcott Franklin cross (1.4), draft Talcott Franklin cross outline (4.7), check-in meeting with S. Kagan re cross outlines (.6)	6.70	2,780.50
12/19/12	NEUNDER, LISA	Compiling facts for potential discovery-related motions.	0.80	264.00
12/19/12	WARSHALL-KATZ, ARIELLE	Review cases and research on re errata (1.5); correspondence with A. Levine re same (.5); review expert deposition transcripts (2.8); draft summary re Mack errata changes (1.0); emails with MBIA, FGIC & Wilmington re same (.4); emails with P. Kaufman re depo strategy (.4).	6.60	4,620.00
12/19/12	DUNLAP, JEFFREY	Reviewed transcript of Rossi deposition (1.1); preparatory reading (1.0)	2.10	1,144.50
12/19/12	CHO, DANNIE	Analyze Debtor RMBS productions (4.8); prepare documents for RMBS depositions (4.9).	9.70	6,159.50
12/20/12	KAUFMAN, PHILIP	Analysis of deposition transcripts and errata sheets (4.3); e-mails with Committee members' counsel re: strategic issues (.6); e-mails with A. Katz re: strategic issues (.3); revise letter to debtors' counsel re: documents (.9).	6.10	5,734.00
12/20/12	MILLER, ASHLEY S	Prepare cross examination outline for M. Renzi	5.40	3,213.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/20/12	BENTLEY, PHILIP	Prep for B. Cornell deposition (1.7), and conf re same with B. Cornell/A. Frankel/R. Epstein (6.5); follow-up meeting with A. Frankel/R. Epstein (1.0); review draft deposition outlines for upcoming RMBS depositions (1.5)	10.70	9,255.50
12/20/12	GRIBBON, SARA B	Draft Talcott Franklin cross outline (3.1), insert document citations to draft (.6)	3.70	1,535.50
12/20/12	TRACHTMAN, JEFFREY S.	Review RMBS expert reports served on parties in interest.	0.70	623.00
12/20/12	STACKPOOLE, ANNE	Document/file management of attorney correspondences re: RMBS 9019 settlement.	0.80	236.00
12/20/12	LEVINE, ADINA C	E-mails from A. Katz re: Mack errata sheet	0.10	68.50
12/20/12	COLEMAN, KRISTEN A	Preparation for T. Marano's cross examination regarding RMBS settlement.	9.50	6,032.50
12/20/12	WARSHALL-KATZ, ARIELLE	Review & analysis re Mack deposition testimony and errata (1.4); Draft summary re Mack testimony (1.7); review draft letter re same (.8); emails with P. Kaufman & A. Levine re Strategic issues, errata sheet (.5); correspondence with K. Coleman, A. Levine, A. Miller re witness outlines (.5); t/c with court reporter re January depositions (.9).	5.80	4,060.00
12/20/12	DUNLAP, JEFFREY	Review draft deposition outline for Cornell deposition (.8); preparatory reading for Cornell deposition (1.7); continue drafting outline re: same (1.1)	3.60	1,962.00
12/20/12	CHO, DANNIE	Analyze Debtor RMBS productions (3.3); analyze Committee objections to same (2.5); draft portions of witness cross-examination outlines (5.5).	11.30	7,175.50
12/21/12	MILLER, ASHLEY S	Prepare cross examination outline for M. Renzi deposition.	6.10	3,629.50
12/21/12	GRIBBON, SARA B	Revise Talcott Franklin cross outline	1.20	498.00
12/21/12	TRACHTMAN, JEFFREY S.	Review expert reports served on parties in interest.	0.70	623.00
12/21/12	BENTLEY, PHILIP	Attend B. Cornell deposition (4.2); follow-up correspondence with RMBS experts re outstanding 9019 issues (1.1)	5.30	4,584.50
12/21/12	KAUFMAN, PHILIP	Review transcripts of RMBS depositions (4.7); emails with A. Levine, A. Katz re proposed mediation, outstanding discovery issues, strategy (.9)	5.60	5,264.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/21/12	SCHULMAN, BRENDAN M.	Review email from J. Dunlap re expert materials and deposition objection (0.1); respond to same (.3)	0.40	300.00
12/21/12	COLEMAN, KRISTEN A	Preparation for T. Marano's cross examination regarding RMBS settlement.	8.10	5,143.50
12/21/12	DUNLAP, JEFFREY	Attend portion of deposition of B. Cornell (3.5)	3.50	1,907.50
12/21/12	CHO, DANNIE	Analyze RMBS deposition transcripts (3.0); analyze RMBS 9019 objections (2.2); draft and analyze witness cross-examination themes and outlines (5.4).	10.60	6,731.00
12/23/12	BENTLEY, PHILIP	Review emails from P. Kaufman, A. Levine, and A. Katz re RMBS issues	0.20	173.00
12/23/12	LEVINE, ADINA C	E-mails with K. Coleman re: Marano outline, e-mails with A. Miller re: Renzi outline	0.20	137.00
12/24/12	GRIBBON, SARA B	Research re: Talcott Franklin / RMBS litigation	1.20	498.00
12/24/12	LEVINE, ADINA C	E-mail from A. Miller re: Renzi outline	0.10	68.50
12/26/12	GRIBBON, SARA B	Research for Talcott Franklin cross outline: (3.0), draft outline re same (2.9). Conversation with A. Levine re scheduling (.1). Meeting w/ S. Kagan re Cross outline (.2)	6.20	2,573.00
12/26/12	KAUFMAN, PHILIP	Continue analysis of deposition transcripts (2.8) and review latest hearing transcript (1.0); review draft of revised allocation formula (.4); review William Green expert report (.7)	4.90	4,606.00
12/26/12	KAGAN, SAMANTHA M	Review Talcott Franklin Cross Examination (.5) Draft new sections of Talcott Franklin Cross Examination outline (3.0) reviewed new sections of cross outline (2.0) Meeting with S. Gribbon regarding Talcott Franklin cross outline (.2) Review same (2.0)	7.70	3,195.50
12/26/12	PETTIT, LAURENCE	Review inquiry from J. Shifer and S. Zide regarding issuer of RMBS (0.5).	0.50	420.00
12/26/12	LEVINE, ADINA C	Conversation with S. Gribbon re: scheduling	0.10	68.50
12/26/12	CHO, DANNIE	Analyze Committee and other noteholder objections and exhibits (1.1); analyze Debtor productions including but not limited to board presentations, financial analysis, expert presentations and reports, and settlement documents, as well as deposition transcripts (2.2); draft and analyze witness cross-examination themes and outlines (5.1).	8.40	5,334.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/27/12	KAGAN, SAMANTHA M	Review Talcott Franklin Cross Outline Draft (1.0) continue revising same (2.0) Review S. Gribbon's sections of Talcott Franklin Cross Examination Draft (1.0) Review documents relating to Talcott Franklin RMBS negotiation (.5) Review combined draft of Talcott Franklin Cross Examination outline (1.3). correspondence with A. Levine re: scheduling (.2)	6.00	2,490.00
12/27/12	GRIBBON, SARA B	Prepare final draft of T. Franklin cross outline (5.5), compile table of contents for T. Franklin binder (1.4), cite check same (1.5), incorporate research into draft (1.1), proofread document (1.8), coordinate production and table of contents (.3)	11.60	4,814.00
12/27/12	BENTLEY, PHILIP	Emails w/ A. Katz re 9019 issues	0.70	605.50
12/27/12	KAUFMAN, PHILIP	E-mails with Committee members' counsel re: strategic issues (.6); review transcripts of depositions (3.6).	4.20	3,948.00
12/27/12	WARSHALL-KATZ, ARIELLE	Emails to P. Bentley re 9019 issues.	0.50	350.00
12/27/12	LEVINE, ADINA C	E-mails with A. Katz, D. Mannal, J. Dunlap re: waterfall (.2), conversation with S. Kagan re: scheduling (.2)	0.40	274.00
12/27/12	CHO, DANNIE	Analyze RMBS objections and exhibits (1.0); analyze Debtor RMBS productions (7.4).	8.40	5,334.00
12/28/12	KAGAN, SAMANTHA M	Review Talcott Franklin outline draft of S. Gribbon (.6) Review Talcott Franklin Cross Examination Outline for clawback documents (.5) Review and create index for Talcott Franklin Historical Timeline (1) Review Talcott Franklin Historical Timeline (1.0) conduct final review of Talcott Franklin Cross Examination Outline (2.7)	5.80	2,407.00
12/28/12	GRIBBON, SARA B	Proofread and finalize Talcott Franklin cross-outline (4.8), insert citations (.4), finalize Talcott Franklin historical document (.3), coordinate with word processing re: binders (.2), finalize table of contents for Talcott Franklin cross outline (1.1)	6.80	2,822.00
12/28/12	LEVINE, ADINA C	E-mails from D. Cho re: Mack cross examination	0.10	68.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/28/12	CHO, DANNIE	Draft e-mails to A. Levine re: Mack cross examination (.5), draft cross examination outline for same (4.6), analyze Committee objection in preparation for same (0.6); analyze Debtor RMBS productions for same (2.2).	7.90	5,016.50
12/28/12	KAUFMAN, PHILIP	Continued review and analysis of deposition transcripts and exhibits.	3.80	3,572.00
12/31/12	PETTIT, LAURENCE	Research re: issuer in RMBS transactions (1.4); draft and send email to same with summary of findings (1.2).	2.60	2,184.00
12/31/12	LEVINE, ADINA C	Review of Mack cross outline and e-mail with D. Cho and A. Katz re: same (.5); e-mails with L. Neunder re: potential discovery issues, list of items re: next steps, e-mails with A. Katz re: same (.3)	0.80	548.00
12/31/12	DUNLAP, JEFFREY	Drafted RMBS deposition cross-examination outline (3.3)	3.30	1,798.50
12/31/12	WARSHALL-KATZ, ARIELLE	Emails with A Levine and D. Cho re witness outlines.	0.80	560.00
12/31/12	KAUFMAN, PHILIP	Draft correspondence to Debtors' counsel re: discovery and related issues (1.3); review transcripts and experts' reports (2.6).	<u>3.90</u>	<u>3,666.00</u>
TOTAL			<u>1,175.50</u>	<u>\$746,961.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	20.40	20,196.00
SIMON, NORMAN	PARTNER	6.00	4,740.00
ROCHON, JENNIFER	PARTNER	2.50	1,975.00
MANNAL, DOUGLAS	PARTNER	35.30	27,887.00
FREJKA, ELISE S	SPEC COUNSEL	2.00	1,510.00
ZIDE, STEPHEN	ASSOCIATE	15.50	11,160.00
RINGER, RACHAEL L	ASSOCIATE	45.90	25,015.50
ALLARD, NATHANIEL	ASSOCIATE	<u>29.80</u>	<u>12,367.00</u>
TOTAL		<u>157.40</u>	<u>\$104,850.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	RINGER, RACHAEL L	E-mail to non-Trustee Committee members re: draft RMBS objection (.3)	0.30	163.50
12/03/12	ZIDE, STEPHEN	Review and revise Committee update on mediation motion, RMBS scheduling order and other case updates (.4).	0.40	288.00
12/03/12	RINGER, RACHAEL L	Call with Committee re: management issues (.5), e-mail to Committee members re: case updates (.6), revise same, e-mails to S. Zide re: same (.5)	1.60	872.00
12/03/12	MANNAL, DOUGLAS	TCF with MoFo re scheduling order.	0.90	711.00
12/03/12	ECKSTEIN, KENNETH H.	Call with J. Dubel re case issues (.5); attend committee conf call re: management and plan negotiations (.8).	1.30	1,287.00
12/04/12	ALLARD, NATHANIEL	Prepare for Committee meeting	0.40	166.00
12/04/12	ZIDE, STEPHEN	Discuss Committee agenda with R. Ringer (.1).	0.10	72.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/12	ZIDE, STEPHEN	Participate on co-chairs call re Company Presentation; RMBS; Mediation Motion/Exclusivity; executive compensation; Sale Closing/Cure Claims Update; Special Regulatory Counsel; and Matters Scheduled for 12/20 Hearing (1.4), correspond re: same w/ D. Mannal, R. Ringer (.1).	1.50	1,080.00
12/04/12	RINGER, RACHAEL L	Draft agenda for Committee meeting (.2), prepare for (.3) and attend (1.4) co-chair call re: case issues and updates, follow up discussion with D. Mannal, K. Eckstein and S. Zide re: same (.4). Draft Committee update e-mail (.3), e-mails with D. Mannal and S. Zide re: same (.2).	2.80	1,526.00
12/04/12	FREJKA, ELISE S	Review (.5) and revise Committee update regarding R. Drennen (.4); discuss same with D. Mannal, R. Ringer (.3).	1.20	906.00
12/04/12	MANNAL, DOUGLAS	Attend UCC co-chair call re: case issues for Committee meeting.	1.40	1,106.00
12/05/12	ALLARD, NATHANIEL	Prepare for (.5) and attend (2.3) Committee meeting	2.80	1,162.00
12/05/12	ZIDE, STEPHEN	Participate on portion of UCC call re RMBS, mediation and executive comp and plan negotiations (2).	2.00	1,440.00
12/05/12	RINGER, RACHAEL L	Prepare for (.3) and attend Committee meeting (2.3), follow up correspondence with S. Zide re: executive compensation (.7), draft Committee update e-mail (.3), finalize and send same (.3)	3.90	2,125.50
12/05/12	MANNAL, DOUGLAS	Prepare for (.6) and attend UCC conf call (2.3); follow-up call with creditor re plan and claim issues (.8)	3.70	2,923.00
12/05/12	MANNAL, DOUGLAS	Revise UCC update email re: recent case updates.	1.40	1,106.00
12/05/12	ECKSTEIN, KENNETH H.	Lead most of Committee conference call - full agenda including company presentation, RMBS, mediation, plan negotiation issues (1.8).	1.80	1,782.00
12/07/12	MANNAL, DOUGLAS	Revise UCC update email re: recent case updates.	0.30	237.00
12/07/12	ZIDE, STEPHEN	Review and revise UCC update email on executive comp, exclusivity and mediator (.3); emails with R. Ringer re same (.2).	0.50	360.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/07/12	RINGER, RACHAEL L	Draft Committee update e-mail (.2), revise same, draft additions to same re: recently filed pleadings (.4)	0.60	327.00
12/09/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: special regulatory counsel interviews (.2).	0.20	109.00
12/09/12	ECKSTEIN, KENNETH H.	Correspond with P. McElvain re case issues (.4).	0.40	396.00
12/10/12	ALLARD, NATHANIEL	Draft meeting minutes (.8), correspond re: same w/ R. Ringer (.2)	1.00	415.00
12/10/12	ZIDE, STEPHEN	Review and revise Committee update on comp and other matters (.3); email R. Ringer re same (.1).	0.40	288.00
12/10/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.5), revise same (.3) revise statement re: executive compensation per D. Mannal's comments (.4).	1.20	654.00
12/10/12	ECKSTEIN, KENNETH H.	Calls with J. Dermont re meeting w/ Committee and groups re plan issues (.8).	0.80	792.00
12/11/12	ALLARD, NATHANIEL	Prepare materials for Committee call re: Special Regulatory Counsel (.4) and attend portion of call telephonically (.6); prepare materials for December 12th standing committee call (.2); draft meeting minutes (.2).	1.40	581.00
12/11/12	ECKSTEIN, KENNETH H.	Committee conference call to interview regulatory firms (interviews plus discussions) (1.5); attend co-chair conference call to review and prepare for Wednesday standing committee call (1.4).	2.90	2,871.00
12/11/12	MANNAL, DOUGLAS	Prepare for (1.0) and attend co-chair meeting (1.4); Discussion w/ R. Ringer re: special counsel interviews (.5); revise UCC update and meeting agenda (.5)	3.40	2,686.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/12	RINGER, RACHAEL L	E-mails with co-chairs re: scheduling co-chair call (.3), discussion with D. Mannal re: e-mail to Committee members regarding special counsel interviews (.5), revise summary of same (.7), draft agenda for Committee meeting (.2), revise bullet points per K. Eckstein comments (.3), correspond with K. Eckstein and D. Mannal re: preparation for Committee co-chair call and interviews (.4), attend committee call re: special counsel interviews (1.5), attend follow up co-chair call re: case issues (1.4), draft e-mail to Committee members re: case updates and recently filed pleadings (.4), revise same and circulate to Committee members (.5).	6.20	3,379.00
12/11/12	SIMON, NORMAN	Correspondence with R. Ringer, D. Mannal re upcoming UCC meeting (.1); analyze documents in preparation for upcoming meeting (.9)	1.00	790.00
12/12/12	ALLARD, NATHANIEL	Prepare for (.6) and attend Committee call (2.5); follow-up correspondence w/ R. Ringer re: same (.1).	3.20	1,328.00
12/12/12	ALLARD, NATHANIEL	Draft meeting minutes.	1.00	415.00
12/12/12	ZIDE, STEPHEN	Participate on UCC call re regulatory counsel, mediation motion, plan process, STN motion, securities claims motion (2.5).	2.50	1,800.00
12/12/12	MANNAL, DOUGLAS	Prepare for (1.3) and attend weekly UCC meeting (2.5).	3.80	3,002.00
12/12/12	RINGER, RACHAEL L	Prepare for (.4) and attend (2.5) Committee meeting; draft Committee update e-mail (.3), revise same and circulate to Committee members (.3).	3.50	1,907.50
12/12/12	FREJKA, ELISE S	Attend portion of committee call regarding Morgan Stanley stipulation to permit late filed claim due to Hurricane Sandy business interruption.	0.80	604.00
12/12/12	ECKSTEIN, KENNETH H.	Lead Committee conference call - full agenda (2.5); call with G. Lee re: same (.4).	2.90	2,871.00
12/13/12	MANNAL, DOUGLAS	Review UCC update email and comment re: same.	0.30	237.00
12/13/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates, recent pleadings (.4), revise same (.3)	0.70	381.50

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066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	MANNAL, DOUGLAS	Review UCC update email (.3); comments to R. Ringer re same (.2)	0.50	395.00
12/17/12	ZIDE, STEPHEN	Review and revise UCC update re: recent pleadings and case updates (.4).	0.40	288.00
12/17/12	RINGER, RACHAEL L	Draft Committee update e-mail (1.7), revise and circulate to Committee members (.8).	2.50	1,362.50
12/18/12	ALLARD, NATHANIEL	Prepare materials for 12/19 Committee meeting (.5); draft meeting minutes (4.0), correspond w/ R. Ringer re: same (.3); further draft minutes (2.0).	6.80	2,822.00
12/18/12	ZIDE, STEPHEN	Call with Committee co-chairs re status of plan negotiations, mediation and other issues (1.7). Review and revise UCC update email and email with R. Ringer re same (.4).	2.10	1,512.00
12/18/12	MANNAL, DOUGLAS	Review UCC minutes (1.8); emails with Committee members re: information requests (1.4); prep for 12/19 UCC meeting (3.7)	6.90	5,451.00
12/18/12	ECKSTEIN, KENNETH H.	Review materials for Committee meeting (1.2); confer w/Moelis re same (.8), correspondence w/ multiple Committee members re plan related issues (1.0).	3.00	2,970.00
12/18/12	RINGER, RACHAEL L	Prepare for Committee meeting (1.0), review/revise meeting minutes (2.0), correspondence with N. Allard re: same (.3), draft Committee update e-mail (.9), revise same (.7), correspondence with Committee members re: case issues (.8)	5.70	3,106.50
12/19/12	ALLARD, NATHANIEL	Attend Committee meeting (6.0), draft minutes re: same (1.1).	7.10	2,946.50
12/19/12	ZIDE, STEPHEN	Participate at portion of UCC meeting re AFI claims, plan negotiations, Company presentation, and preparation for 12/20 hearing.	5.00	3,600.00
12/19/12	ROCHON, JENNIFER	Present to Committee on potential claims against AFI	2.50	1,975.00
12/19/12	RINGER, RACHAEL L	Prepare for (2) and attend (6.0) Committee meeting re: plan negotiations and legal presentation of claims against AFI; discussion with D. Minoff re: questions from Committee meeting (.4), draft Committee update e-mail (.2)	8.60	4,687.00
12/19/12	MANNAL, DOUGLAS	Prepare for (4.0) and attend full UCC meeting (6.0).	10.00	7,900.00

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066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	SIMON, NORMAN	Prepare presentation to Committee re: claims against AFI (3); present to Committee at portion of Committee Meeting re: same (2.0).	5.00	3,950.00
12/19/12	ECKSTEIN, KENNETH H.	Prepare for Committee meeting (1.3); lead committee meeting - legal presentation re: claims against AFI, plan discussions (6.0).	7.30	7,227.00
12/20/12	ALLARD, NATHANIEL	Draft (1.3) and review meeting minutes (.9).	2.20	913.00
12/20/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates and recently filed pleadings (.3).	0.30	163.50
12/21/12	ZIDE, STEPHEN	Review update to UCC on hearing (.5); email R. Ringer re same (.1).	0.60	432.00
12/21/12	RINGER, RACHAEL L	Draft summary of 12/20 hearing for Committee update (.8), revise Committee update e-mail (.3), call with J. Dubel (co-chair) re: regulatory updates (.5), e-mails with D. Mannal re: same (.1) finalize Committee update e-mail (.7); circulate same to Committee members (.2).	2.60	1,417.00
12/24/12	RINGER, RACHAEL L	Review and revise draft Committee update e-mail, e-mails with S. Zide re: same (.4)	0.40	218.00
12/26/12	ALLARD, NATHANIEL	Draft meeting minutes (.7), emails w/ R. Ringer re: same (.1).	0.80	332.00
12/26/12	MANNAL, DOUGLAS	Review UCC update email (.3), correspond w/ S. Zide, R. Ringer re: same (.3).	0.60	474.00
12/27/12	ALLARD, NATHANIEL	Draft (.4) and review (.4) meeting minutes	0.80	332.00
12/27/12	RINGER, RACHAEL L	Discussion with D. Mannal re: meeting minutes (.3), review meeting minutes (1.0), revise same (.4).	1.70	926.50
12/27/12	MANNAL, DOUGLAS	Review meeting minutes from recent Committee meetings.	2.10	1,659.00
12/28/12	ALLARD, NATHANIEL	Draft (.5) and revise (1.8) meeting minutes.	2.30	954.50
12/28/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates and recent pleadings (.5), e-mails with S. Zide and E. Daniels re: same and revise same (.5), review and revise meeting minutes (1.6), coordinate with N. Allard and D. Mannal re: same (.5).	<u>3.10</u>	<u>1,689.50</u>
TOTAL			<u>157.40</u>	<u>\$104,850.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.20	198.00
TRACHTMAN, JEFFREY S.	PARTNER	3.60	3,204.00
O'NEILL, P. BRADLEY	PARTNER	7.50	5,925.00
MANNAL, DOUGLAS	PARTNER	1.50	1,185.00
FREJKA, ELISE S	SPEC COUNSEL	2.90	2,189.50
ZIDE, STEPHEN	ASSOCIATE	0.10	72.00
SHIFER, JOSEPH A	ASSOCIATE	11.00	7,370.00
DANIELS, ELAN	ASSOCIATE	5.30	3,710.00
RINGER, RACHAEL L	ASSOCIATE	4.70	2,561.50
ALLARD, NATHANIEL	ASSOCIATE	14.70	6,100.50
LI, JENNIFER W	ASSOCIATE	<u>1.20</u>	<u>498.00</u>
<u>TOTAL</u>		<u>52.70</u>	<u>\$33,013.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	RINGER, RACHAEL L	Revise Debtors' draft motion to appoint a mediator (1.1), revise draft e-mail to Committee members re: Rowena Drennen class claim motion (.2)	1.30	708.50
12/03/12	ALLARD, NATHANIEL	Review AIG/Allstate motion re: treatment/classification of claims (1.0), draft summary re: same (1.3), correspond w/ R. Ringer re: same (.2)	2.50	1,037.50
12/03/12	SHIFER, JOSEPH A	Review rejection procedures motion (1.2) and correspond with R. Ringer re same (.2)	1.40	938.00
12/03/12	FREJKA, ELISE S	Review (.8) and analyze (.4) Debtors' reply to Drennen motion to certify claim as class claim.	1.20	906.00
12/03/12	MANNAL, DOUGLAS	Email with UCC member re class claim motion and UCC's response	0.30	237.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	RINGER, RACHAEL L	E-mail to D. Flanigan re: class claim motion (.3).	0.30	163.50
12/04/12	SHIFER, JOSEPH A	Revise rejection procedures motion (1.4), emails to S. Martin re same (.2), research re same (.7), and correspond with N. Allard re same (.2).	2.50	1,675.00
12/04/12	SHIFER, JOSEPH A	Review certificate holders' 3013 motion (1.5), review case law re same (1.8), correspond with H. Vanaria and A. Shain re research (.4)	3.70	2,479.00
12/04/12	RINGER, RACHAEL L	Correspond with D. Mannal and E. Frejka re: class claim motion (.5), follow up e-mails with E. Frejka re: same (.3), revise same and e-mail to K. Eckstein re: same (.5).	1.30	708.50
12/04/12	ALLARD, NATHANIEL	Review securities claims motion (.5).	0.50	207.50
12/05/12	ALLARD, NATHANIEL	Review potential issues with securities claims motion.	1.80	747.00
12/05/12	SHIFER, JOSEPH A	Correspond with S. Zide re rejection procedures and revisions to same (.4).	0.40	268.00
12/06/12	SHIFER, JOSEPH A	Revisions to rejection procedures (.5) and email same to S. Martin (.1).	0.60	402.00
12/06/12	ALLARD, NATHANIEL	Research re: securities claimants 3013 motion (.3), correspond w/ J. Shifer re: same (.1).	0.40	166.00
12/07/12	RINGER, RACHAEL L	Call with D. Flanigan re: class claim motion (.5), follow up correspondence with D. Mannal re: same (.5), call with M. Moses re: securities claims research, e-mails re: same (.2)	1.20	654.00
12/07/12	MANNAL, DOUGLAS	TCF with UCC member re adjournment of motion re class claim (.3).	0.30	237.00
12/07/12	MANNAL, DOUGLAS	Review motion re class claim (.3).	0.30	237.00
12/09/12	LI, JENNIFER W	Research case law re: motions to abstain from bankruptcy case (.7); revise summary chart re: motions to abstain from bankruptcy case (.5).	1.20	498.00
12/10/12	SHIFER, JOSEPH A	Emails and calls to S. Martin re rejection procedures (.3).	0.30	201.00
12/11/12	RINGER, RACHAEL L	Review memo re: issues with AIG/Allstate motion to reclassify claims (.3)	0.30	163.50
12/11/12	SHIFER, JOSEPH A	Confer with S. Martin re rejection procedures (.3) and follow up correspondence with S. Zide re same (.2)	0.50	335.00
12/12/12	FREJKA, ELISE S	Review and analyze motion filed by Lewis (.4); emails with R. Ringer regarding same (.2).	0.60	453.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/14/12	DANIELS, ELAN	Review and revise bar date stipulation (.5) and correspond with S. Zide regarding same (.3); Review indenture and correspond with D. Mannal regarding subrogation and contribution (.4).	1.20	840.00
12/14/12	SHIFER, JOSEPH A	Review RMBS objection to rejection procedures (.6) and emails with S. Martin re same (.2), follow up email to S. Zide (.2)	1.00	670.00
12/17/12	MANNAL, DOUGLAS	Email/call with S. Shelley re AIG motion (.4); office conference with K. Eckstein re same (.2).	0.60	474.00
12/17/12	ECKSTEIN, KENNETH H.	Office conference w/ D. Mannal re: AIG motion (.2).	0.20	198.00
12/19/12	SHIFER, JOSEPH A	Emails with S. Zide, E. Daniels and R. Ringer re revised rejection procedures (.6)	0.60	402.00
12/20/12	ALLARD, NATHANIEL	Review MassMutual motion seeking discovery and stay relief (.4), draft email to D. Mannal re: same (.2)	0.60	249.00
12/20/12	RINGER, RACHAEL L	E-mails re: conflicts with AIG/Allstate (.3)	0.30	163.50
12/21/12	FREJKA, ELISE S	Call with D. Mannal, R. Friedman regarding borrower issues in connection with adversary proceedings and motions (.8).	0.80	604.00
12/21/12	FREJKA, ELISE S	Review and analyze MassMutual motion to modify FHFA stay.	0.30	226.50
12/22/12	TRACHTMAN, JEFFREY S.	Emails with D. Mannal, N. Allard, R. Ringer re pending motion (.3); review stay motion (.5).	0.80	712.00
12/26/12	ALLARD, NATHANIEL	Research re: classification issues (1.8), correspond w/ J. Shifer re: same (.2)	2.00	830.00
12/26/12	O'NEILL, P. BRADLEY	Review memo re analysis of securities claims motion (1); correspond w/ J. Shifer re same (.3); review cases re same (5.1); review certificate holder's brief (1.1)	7.50	5,925.00
12/27/12	ALLARD, NATHANIEL	Research on Rule 3013 and procedural matters.	1.20	498.00
12/27/12	DANIELS, ELAN	Calls with T. Goren regarding amendment to MMLSA, brokerage client contact (1.0); review MMPLLSA brokerage contract, stipulation and amendments (2.6) and correspondence to D. Mannal, S. Zide, M. Chass and R. Ringer regarding same (.5)	4.10	2,870.00
12/27/12	TRACHTMAN, JEFFREY S.	Review motion papers re: AFI motion to extend automatic stay.	1.20	1,068.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00011 (MOTIONS)February 28, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/28/12	ALLARD, NATHANIEL	Research on Rule 3013 relating to securities claimants motion.	1.70	705.50
12/28/12	ZIDE, STEPHEN	Email with D. Mannal re AFI stay motion (.1).`	0.10	72.00
12/28/12	TRACHTMAN, JEFFREY S.	Review AFI stay motion papers (1.1); emails with D. Mannal, K. Denk, N. Simon re research on Veil Piercing (.5).	1.60	1,424.00
12/30/12	ALLARD, NATHANIEL	Research on Rule 3013 relating to securities claimants motion.	0.80	332.00
12/31/12	ALLARD, NATHANIEL	Draft email memo to J. Shifer re: Rule 3013	2.20	913.00
12/31/12	ALLARD, NATHANIEL	Research on classification issues	<u>1.00</u>	<u>415.00</u>
TOTAL			<u>52.70</u>	<u>\$33,013.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00012 (COURT HEARINGS)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	7.40	7,326.00
O'NEILL, P. BRADLEY	PARTNER	4.30	3,397.00
MANNAL, DOUGLAS	PARTNER	6.00	4,740.00
ZIDE, STEPHEN	ASSOCIATE	7.50	5,400.00
RINGER, RACHAEL L	ASSOCIATE	15.20	8,284.00
ALLARD, NATHANIEL	ASSOCIATE	6.60	2,739.00
SHAIN, ALIYA	PARALEGAL	<u>6.70</u>	<u>1,909.50</u>
TOTAL		<u>53.70</u>	<u>\$33,795.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	SHAIN, ALIYA	Organize binder of fee applications of Committee professionals for fee application hearing (.6); create index re: same (.4).	1.00	285.00
12/17/12	ALLARD, NATHANIEL	Draft statement re: fee applications for Hearing (.9); Draft Hearing preparation materials (2.8), correspond w/ R. Ringer re: same (.2)	3.90	1,618.50
12/17/12	ZIDE, STEPHEN	Review matters on for 12/20 hearing (.2).	0.20	144.00
12/17/12	ZIDE, STEPHEN	Prepare for ResCap hearing on 12/20 (2.6).	2.60	1,872.00
12/17/12	RINGER, RACHAEL L	Prep for ResCap hearing (2.0).	2.00	1,090.00
12/18/12	ALLARD, NATHANIEL	Review materials for 12/20 hearing (.5) and draft Hearing preparation materials (1.3)	1.80	747.00
12/18/12	SHAIN, ALIYA	Begin hearing binders for 12.20.2012 fee hearing.	1.70	484.50
12/19/12	ALLARD, NATHANIEL	Prepare for Dec. 20 Hearing.	0.90	373.50
12/19/12	SHAIN, ALIYA	Coordinate courtcall for 12.20.2012 hearing.	0.10	28.50
12/19/12	SHAIN, ALIYA	Finalize binders for 12.20.2012 (2.3); update indices of same (1.1); organize fee documents in preparation for hearing (.5)	3.90	1,111.50

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066069-00012 (COURT HEARINGS)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	RINGER, RACHAEL L	Meeting with D. Mannal re: open issues and preparation for 12/20 hearing (.8)	0.80	436.00
12/19/12	RINGER, RACHAEL L	Draft talking points re: mediation/exclusivity (.6) and executive compensation motion (.5), revise same (.3), review fee application and exhibits (1.0) and prepare talking points re: fees in preparation for 12/20 hearing (2.8), e-mails and discussion with D. Mannal, P. Bentley and E. Frejka re: 12/20 hearing issues (.4).	5.60	3,052.00
12/19/12	ECKSTEIN, KENNETH H.	Review pleadings (1.0) and other preparation for court hearing re mediation, STN, exclusivity, etc. (1.4).	2.40	2,376.00
12/20/12	O'NEILL, P. BRADLEY	Prep for (.8) and participate in hearing of STN Motion (2.6); negotiations with parts (.4); review revised order and review form of order (.5).	4.30	3,397.00
12/20/12	RINGER, RACHAEL L	Prepare for (1.7) and attend (5.1) hearing re: Committee standing motion, fee applications, lift stay motions, mediation/exclusivity motions and executive compensation motion.	6.80	3,706.00
12/20/12	MANNAL, DOUGLAS	Prepare for (2.7) and attend portions of hearing on exclusivity and mediation (2.1) and fee hearing (1.2).	6.00	4,740.00
12/20/12	ECKSTEIN, KENNETH H.	Prepare for court hearing call and review materials re same (1.2); attend portions of court hearing re exclusivity, mediation, STN, (3.8).	5.00	4,950.00
12/20/12	ZIDE, STEPHEN	Prepare for and participate at portion of hearing re STN Motion, executive compensation, mediator and exclusivity (4.5).	4.50	3,240.00
12/27/12	ZIDE, STEPHEN	Review agenda for 1/10 hearing (.2).	0.20	144.00
TOTAL			<u>53.70</u>	<u>\$33,795.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00013 (EMPLOYEE BENEFITS/EXECUTIVE COMPENSATION.)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
BESSONETTE, JOHN	PARTNER	1.50	1,185.00
MANNAL, DOUGLAS	PARTNER	8.20	6,478.00
RITTER, PAUL M	PARTNER	6.10	4,971.50
ZIDE, STEPHEN	ASSOCIATE	38.90	28,008.00
SHIFER, JOSEPH A	ASSOCIATE	9.90	6,633.00
RINGER, RACHAEL L	ASSOCIATE	18.40	10,028.00
SHAIN, ALIYA	PARALEGAL	<u>2.50</u>	<u>712.50</u>
<u>TOTAL</u>		<u>85.50</u>	<u>\$58,016.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/01/12	RINGER, RACHAEL L	Draft statement re: executive compensation issues (1.3).	1.30	708.50
12/02/12	RINGER, RACHAEL L	Draft (3.0) and revise (1.5) statement re: executive compensation issues, e-mails with S. Zide re: same (.4).	4.90	2,670.50
12/03/12	ZIDE, STEPHEN	Emails and call with A. Holtz re executive comp motion (.3); speak with R. Wynne re same (.3). Emails with J. Wishnew re issues with the exec comp order (.3); review same (.6). Email with R. Ringer re OSM ruling (.2). Review (.7) and revise (1.8) pleading on executive comp motion; speak with R. Ringer re same (.8).	5.00	3,600.00
12/03/12	RITTER, PAUL M	Review Ally ResCap supplemental letter (1.5); reviewing Executive Comp Reimbursement Order (.8).	2.30	1,874.50
12/03/12	RINGER, RACHAEL L	Discussion with S. Zide re: executive compensation pleading (.8).	0.80	436.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/04/12	ZIDE, STEPHEN	Emails with A. Holtz and R. Wynne re comp issues (.5). Calls with R. Ringer re comp pleading (.5).	1.00	720.00
12/04/12	RITTER, PAUL M	Reviewing S. Zide's comments on Reimbursement Order (.5); providing S. Zide with comments re: same (.5).	1.00	815.00
12/04/12	RINGER, RACHAEL L	Revise executive compensation summary (2.3), discussion with S. Zide re: same (.5), further revise same (.8).	3.60	1,962.00
12/05/12	ZIDE, STEPHEN	Draft (1.0) and revise exec comp statement (.5), further revise same (1.0), discuss same w/ R. Ringer (1.0), meet with J. Shifer and R. Ringer re same (.7). Emails with J. Wishnew re exec comp motion (.3).	4.50	3,240.00
12/05/12	RINGER, RACHAEL L	Revise statement re: executive compensation (1.5), review same (.2), meet with J. Shifer and S. Zide re: same (.7), discussion w/ S. Zide re: same (1.0), revise same (.4).	3.80	2,071.00
12/05/12	SHIFER, JOSEPH A	Review (2.0) and revise statement re employee compensation (2.6), meet with R. Ringer and S. Zide re same (.7).	5.30	3,551.00
12/06/12	ZIDE, STEPHEN	Revise executive comp pleading (1); speak with J. Shifer and R. Ringer re same (.6); correspond with D. Mannal re same (.8); further revisions to same (2.2), discuss same w/ P. Ritter (.3); meet with J. Shifer re same (.7); call with A. Holtz re same (.2). Call with J. Wishnew re revisions to exec comp order (.5).	6.30	4,536.00
12/06/12	RITTER, PAUL M	Reviewing statement and reservation of rights (1.0); telephone call with S. Zide regarding same (.3).	1.30	1,059.50
12/06/12	RINGER, RACHAEL L	Draft executive compensation pleading (.8), speak to S. Zide & J. Shifer re: same (.6), revise same (.2).	1.60	872.00
12/06/12	SHIFER, JOSEPH A	Review and revise statement re employee compensation (2.1), meet w/ S. Zide re: same (.7). Speak with R. Ringer and S. Zide re same (.6).	3.40	2,278.00
12/07/12	RITTER, PAUL M	Reviewing executive compensation pleadings.	1.50	1,222.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/07/12	ZIDE, STEPHEN	Revise executive comp pleading (1); correspond with D. Mannal, R. Ringer re same (.6); emails with A. Holtz and S. Tandberg re same (.3).	1.90	1,368.00
12/07/12	RINGER, RACHAEL L	Discussion with S. Zide re: executive comp pleading, revise same (.5), review S. Zide comments to same and revise same (.3), e-mails with S. Zide re: additions to same (.2).	1.00	545.00
12/08/12	ZIDE, STEPHEN	Email with K. Eckstein re executive comp (.2).	0.20	144.00
12/09/12	ZIDE, STEPHEN	Emails re comp pleading with R. Ringer, K. Eckstein and D. Mannal (.2).	0.20	144.00
12/10/12	ZIDE, STEPHEN	Discuss comp pleading with K. Eckstein and D. Mannal (.5); revise same (.8); emails with D. Mannal re same (.2); emails with A. Holtz re same (.3); call with J. Wishnew re same (.4).	2.20	1,584.00
12/10/12	MANNAL, DOUGLAS	Revise UCC statement re AFI settlement on exec compensation (2.9), discuss same w/ S. Zide (.5), emails w/ S. Zide re: same (.2)	3.60	2,844.00
12/10/12	SHIFER, JOSEPH A	Review (.4) and revise statement re employee compensation (.8).	1.20	804.00
12/11/12	ZIDE, STEPHEN	Emails and calls with Alix and J. Wishnew re open executive compensation questions (.8). Coordinate finalizing UCC statement on comp and filing of same (.8), call w/ D. Mannal re: same (.2).	1.80	1,296.00
12/11/12	MANNAL, DOUGLAS	Revise exec compensation statement (.6); TCF S. Zide re same (.2)	0.80	632.00
12/11/12	RINGER, RACHAEL L	Revise executive compensation pleading (.2), proofread and revise same (.3), review and prepare for filing (.9)	1.40	763.00
12/12/12	SHAIN, ALIYA	Proof-read and revise Committee Statement re: Final Wages Order (1.5); prep for filing (.6); file and serve same (.4).	2.50	712.50
12/13/12	ZIDE, STEPHEN	Call with J. Wishnew re executive comp motion (.4).	0.40	288.00
12/14/12	ZIDE, STEPHEN	Emails and calls with Kirkland and MoFo re exec comp order (.8)	0.80	576.00
12/14/12	ZIDE, STEPHEN	Emails with C. Siegel and A. Holtz re comp (.1).	0.10	72.00
12/16/12	ZIDE, STEPHEN	Emails with R. Ringer and J. Wishnew re executive comp (.2); revise UCC summary re same (.2).	0.40	288.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	ZIDE, STEPHEN	Review exec comp escrow agreement (.5); emails with P. Ritter and J. Bessonette re same (.4). Emails with J. Wishnew re comp order (.2).`	1.10	792.00
12/18/12	ZIDE, STEPHEN	Review revised escrow for AFI comp payments (.2); email J. Taylor re same (.1). Review Debtors' reply papers on executive compensation (.5).`	0.80	576.00
12/18/12	BESSONETTE, JOHN	Review proposed order regarding repayment/reimbursement of deferred compensation (.5); review and comment on draft escrow agreement (.5); send comments to S. Zide (.2); correspond with S. Zide re: same (.3).	1.50	1,185.00
12/21/12	ZIDE, STEPHEN	Correspond with J. Wishnew, A. Grossi and J. Taylor re AFI escrow and revisions to same (3.5).	3.50	2,520.00
12/23/12	ZIDE, STEPHEN	Review revised escrow agreement (.3).	0.30	216.00
12/24/12	ZIDE, STEPHEN	Emails with A. Grossi and J. Wishnew re escrow agreement (.6); call w/ D. Mannal re: proposed AIP program (.4), Emails with J. Wishnew, J. Dubel, D. Mannal re AIP motion (.4); review same (.3).	1.70	1,224.00
12/24/12	MANNAL, DOUGLAS	Review Debtors proposed AIP program (1.5); TCF with S. Zide re same (.4)	1.90	1,501.00
12/26/12	ZIDE, STEPHEN	Review AIP motion and presentation (.7), call w/ D. Mannal re: same (.4); email UCC summary update re same (.7); emails with S. Tandberg re same (.4); call with J. Wishnew re same (.3). Emails and calls with MoFo and A. Grossi re escrow for comp sharing agreement (.7); review changes to same (.3); email UCC summary of same (.1).	3.60	2,592.00
12/26/12	MANNAL, DOUGLAS	Review Debtors' motion re employee incentive program (1.2); TCF with S. Zide re same (.3)	1.50	1,185.00
12/27/12	ZIDE, STEPHEN	Emails with S. Tandberg re AIP motion (.5); email MoFo diligence questions (.4); review filed motion and presentation (.8). Call with Wilmington re AFI escrow (.4); email to UCC re same (.1); follow up emails with MoFo and AFI re same (.3).	2.50	1,800.00
12/28/12	ZIDE, STEPHEN	Emails with MoFo and AFI re finalizing comp escrow agreement (.4).	0.40	288.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/29/12	MANNAL, DOUGLAS	Draft email to K. Eckstein re post-sale governance issues	0.40	316.00
12/31/12	ZIDE, STEPHEN	Emails with Alix re deck on AIP motion (.2).	0.20	144.00
TOTAL			<u>85.50</u>	<u>\$58,016.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00015 (EXECUTORY CONTRACTS/UNEXPIRED LEASES)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	5.10	3,672.00
SHIFER, JOSEPH A	ASSOCIATE	4.50	3,015.00
ALLARD, NATHANIEL	ASSOCIATE	<u>2.50</u>	<u>1,037.50</u>
TOTAL		<u>12.10</u>	<u>\$7,724.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	ALLARD, NATHANIEL	Correspond w/ S. Zide re: Motion to Reject Contracts (.2), review motions re: same (.5), draft follow-up email to S. Zide re: same (.3)	1.00	415.00
12/03/12	ZIDE, STEPHEN	Speak with N. Allard re notice of lease/contract rejection (.4); correspond with J. Shifer re rejection procedures (.1).	0.50	360.00
12/04/12	ZIDE, STEPHEN	Speak with N. Allard re rejection motion (.4); call with S. Martin re same (.5).	0.90	648.00
12/04/12	ALLARD, NATHANIEL	Call w/ S. Zide and S. Martin re: rejection of contract and lease (.4), follow-up correspondence w/ S. Zide and S. Martin re: same (.2).	0.60	249.00
12/04/12	ALLARD, NATHANIEL	Research re: lease rejection procedures (.6), correspond w/ J. Shifer re: same (.1).	0.70	290.50
12/04/12	ZIDE, STEPHEN	Call w/ S. Martin re: rejection of contract and lease (.4).	0.40	288.00
12/11/12	ALLARD, NATHANIEL	Correspond w/ J. Shifer re: rejection procedures (.1), research re: same (.1).	0.20	83.00
12/11/12	ZIDE, STEPHEN	Correspond re: lease assumption motion with R. Ringer (.4). Correspond with J. Shifer re rejection procedures (.4).	0.80	576.00
12/14/12	ZIDE, STEPHEN	Review RMBS Trustee objection on rejection procedures (.4); correspond with J Shifer re same (.1).	0.50	360.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00015 (EXECUTORY CONTRACTS/UNEXPIRED LEASES)

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/17/12	ZIDE, STEPHEN	Speak with J. Shifer re rejection procedures (.4), review rejection procedures (.6), follow-up emails w/ J. Shifer re: same (.2).	1.20	864.00
12/17/12	SHIFER, JOSEPH A	Review (.5) and revise rejection procedures (.8), follow up emails with S. Martin re: same (.4), discuss same with S. Zide (.4), draft analysis of same (.6)	2.70	1,809.00
12/18/12	ZIDE, STEPHEN	Emails w/ J. Shifer re: rejection procedures (.4), and calls with S. Martin and T. Goren re: same (.2); revise UCC update on same (.2).	0.80	576.00
12/18/12	SHIFER, JOSEPH A	Review rejection procedures reply (1.2) and circulate lengthy analysis (.2), follow up emails with S. Zide re: same (.4).	<u>1.80</u>	<u>1,206.00</u>
TOTAL			<u>12.10</u>	<u>\$7,724.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 28, 2013
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SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	3.10	3,069.00
O'NEILL, P. BRADLEY	PARTNER	24.40	19,276.00
MANNAL, DOUGLAS	PARTNER	6.90	5,451.00
PETTIT, LAURENCE	PARTNER	3.40	2,856.00
LIU, GILBERT	PARTNER	0.90	733.50
FREJKA, ELISE S	SPEC COUNSEL	3.80	2,869.00
ZIDE, STEPHEN	ASSOCIATE	4.70	3,384.00
SHIFER, JOSEPH A	ASSOCIATE	106.20	71,154.00
DANIELS, ELAN	ASSOCIATE	0.50	350.00
BLABEY, DAVID E	ASSOCIATE	0.30	216.00
CAHN, JOSHUA B	ASSOCIATE	6.30	2,772.00
RINGER, RACHAEL L	ASSOCIATE	29.40	16,023.00
ALLARD, NATHANIEL	ASSOCIATE	5.30	2,199.50
LI, JENNIFER W	ASSOCIATE	3.80	1,577.00
SCHMIDT, SHAI	ASSOCIATE	58.30	31,773.50
SHAIN, ALIYA	PARALEGAL	<u>5.60</u>	<u>1,596.00</u>
TOTAL		<u>262.90</u>	<u>\$165,299.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	SCHMIDT, SHAI	Research re classification of claims (2); draft memo re same (2).	4.00	2,180.00
12/03/12	SCHMIDT, SHAI	Legal research re treatment of claims under the Bankruptcy Code (3.5); draft summary re same (1.5); meeting w J Shifer re same (0.5).	5.50	2,997.50
12/03/12	O'NEILL, P. BRADLEY	Review Schmidt email re: claims analysis case law (.5); review cases re same (2); CF R. Ringer re same (.4); CF. S. Schmidt re same (.3)	3.20	2,528.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	RINGER, RACHAEL L	Discussion with J. Shifer re: claims presentation (.2)	0.20	109.00
12/03/12	SHIFER, JOSEPH A	Review claims presentation (.8) and accompanying claims register (.6), call with S. Tandberg re same (.4), revisions to presentation (1.6), conf with R. Ringer re same (.2); meet w/ S. Schmidt re: claims classification research (.5).	4.10	2,747.00
12/03/12	MANNAL, DOUGLAS	Research creditor litigation claims	2.10	1,659.00
12/03/12	RINGER, RACHAEL L	Draft outline memo re: litigation claims (2.1), conference w/ J. Shifer re: claims presentation (.2).	2.30	1,253.50
12/04/12	SCHMIDT, SHAI	Research re classification of claims (4); preparing memos for B O'Neill and J Shifer re same (3.3).	7.30	3,978.50
12/04/12	O'NEILL, P. BRADLEY	Correspond w/ R. Ringer re claims classification (.2); review case law and analysis re: same (.7).	0.90	711.00
12/04/12	FREJKA, ELISE S	Review draft stipulation and certification regarding Morgan Stanley late filed claim (.6); call with N. Rosenbaum regarding same (.3); discuss same with R. Ringer (.2).	1.10	830.50
12/05/12	PETTIT, LAURENCE	Review pleading regarding classification of certain claims (0.8); emails w/ J. Shifer regarding same (0.3); draft follow-up emails to J. Shifer re: same (1.2).	2.30	1,932.00
12/05/12	SCHMIDT, SHAI	Research re classification of different claims (3.4), meet w/ J. Shifer re: same (.6); research re nature of certificate holders' claims (3).	7.00	3,815.00
12/05/12	RINGER, RACHAEL L	Meeting with A. Byowitz re: additional research for claims analysis memo (.3)	0.30	163.50
12/05/12	SHIFER, JOSEPH A	Meet with S. Schmidt re classification research (.6), review case law re same (3.2), extensive emails to L. Pettit and G. Liu re same (.8), conf with J. Wishnew re claims pool (.4).	5.00	3,350.00
12/05/12	FREJKA, ELISE S	Call with P. McElvain and R. Ringer regarding Morgan Stanley stipulation (.4); call with R. Ringer, D. Mannal regarding same (.3).	0.70	528.50
12/06/12	ALLARD, NATHANIEL	Review securities claims (1.7), correspond w/ R. Ringer re: same (.1).	1.80	747.00
12/06/12	MANNAL, DOUGLAS	Legal research re priority treatment of claims	1.40	1,106.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/12	RINGER, RACHAEL L	Draft memo re: analysis of litigation claims (1.2)	1.20	654.00
12/06/12	SHIFER, JOSEPH A	Research re classification of claims (3.8) and draft lengthy email to L. Pettit and G Liu re same (.8)	4.60	3,082.00
12/07/12	SCHMIDT, SHAI	Research re classification of different claims under the Bankruptcy Code.	3.00	1,635.00
12/07/12	ZIDE, STEPHEN	Discuss claims analysis research with J. Shifer (.5).	0.50	360.00
12/07/12	SHIFER, JOSEPH A	Review (1.8) and revise claims presentation (.9) and correspond with S. Zide and S. Tandberg re same (.6), research re classification of claims (1.3), discuss same w/ S. Zide (.5).	5.10	3,417.00
12/09/12	RINGER, RACHAEL L	Draft (1.1) and revise memo re: litigation claims (.7).	1.80	981.00
12/10/12	ZIDE, STEPHEN	Speak with J. Shifer re AFI presentation (.4).	0.40	288.00
12/10/12	SCHMIDT, SHAI	Research re classification of claims (3); research re applicability of priority scheme (2); draft memo re same for J Shifer (3).	8.00	4,360.00
12/10/12	RINGER, RACHAEL L	Draft (3.0) and revise (1.2) memo re: analysis of litigation claims, research re: same (2.4), review research re: same (1.2), e-mails to D. Mannal and B. O'Neill re: same (.3).	8.10	4,414.50
12/10/12	SHIFER, JOSEPH A	Review revised claims presentation (2.8), speak w/ S. Zide re: same (.4), and follow up correspond with S. Zide, S. Tandberg and M. Eisenberg re same (.3), emails to D. Mannal re presentation (.3), research re 3013 motion (4.3)	8.10	5,427.00
12/10/12	ECKSTEIN, KENNETH H.	T/C with T. Hamzehpour re claims analysis and meeting (.4).	0.40	396.00
12/11/12	O'NEILL, P. BRADLEY	Review memo re: classification of claims.	1.10	869.00
12/11/12	CAHN, JOSHUA B	Research related to classification of claims under the Bankruptcy Code.	3.30	1,452.00
12/11/12	CAHN, JOSHUA B	Additional research related to classification of claims (2.4), meet with J. Shifer re: same (.6)	3.00	1,320.00
12/11/12	SHIFER, JOSEPH A	Meet with J. Cahn re claims research (.6), review emails re same (.6), review investor claims (3.6), Research re securities claims (4.7), draft memo outline (3.1)	12.60	8,442.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/11/12	FREJKA, ELISE S	Call with N. Rosenbaum regarding Morgan Stanley stipulation to permit late filed claim (.2); review claims and supporting documents (.4).	0.60	453.00
12/12/12	ECKSTEIN, KENNETH H.	C/w R. Ringer re litigation claim issues (.7)	0.70	693.00
12/12/12	LIU, GILBERT	Correspond w/ R. Ringer re: claim analysis issues (0.5); Review of memorandum re: same (0.4)	0.90	733.50
12/12/12	SHIFER, JOSEPH A	Draft (3.0) and revise talking points re Rule 3013 motion (1.2) correspond with D. Mannal re same (.3), emails with C. Siegel re claims analysis (.2), research re same (5.7).	10.40	6,968.00
12/12/12	FREJKA, ELISE S	Conference call with K. Marino, N. Rosenbaum regarding Morgan Stanley stipulation to permit late filed claim and background facts of business interruption to support late filed claim (.7).	0.70	528.50
12/13/12	ZIDE, STEPHEN	Speak with J. Shifer re claims analysis issues (.4).	0.40	288.00
12/13/12	O'NEILL, P. BRADLEY	Revise litigation claims analysis (1.9); correspond w/ R. Ringer re same (.3); correspond w/ D. Blabey re damages (.2); review outline re same (.5).	2.90	2,291.00
12/13/12	RINGER, RACHAEL L	Review B. O'Neill comments to executive summary of claims analysis (.3)	0.30	163.50
12/13/12	SHIFER, JOSEPH A	Begin drafting memo re claims research (7.4), speak w/ S. Zide re same (.4), lengthy email to G. Liu and L. Pettit re same (.8), review RMBS SEC filings (2.4), correspond with S. Schmidt re same (.4).	11.40	7,638.00
12/13/12	FREJKA, ELISE S	Call with K. Marino regarding declaration in support of late filed claim.	0.70	528.50
12/13/12	PETTIT, LAURENCE	Review question from J. Shifer regarding pleading (.3) and respond based on ResCap offering documents (.8).	1.10	924.00
12/13/12	DANIELS, ELAN	Correspond with J. Shifer regarding claims issues (.5).	0.50	350.00
12/13/12	MANNAL, DOUGLAS	Review research re: litigation claims analysis (.9); review summary of same (.7).	1.60	1,264.00
12/14/12	ZIDE, STEPHEN	Review memo on claims analysis issues (.7); speak with J Shifer re same (.3).	1.00	720.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/14/12	ZIDE, STEPHEN	Review AFI claims stip (.2); correspond with E. Daniels re same (.5).	0.70	504.00
12/14/12	SHAIN, ALIYA	Pull and organize cases re: damages memo for P. O'Neill.	1.10	313.50
12/14/12	SHIFER, JOSEPH A	Continue drafting (2.0) and revising memo re: claims analysis (1.1), speak with S. Zide re same (.3)	3.40	2,278.00
12/16/12	ZIDE, STEPHEN	Emails with D. Mannal, R. Ringer re AFI claims stipulation (.3); revise summary to UCC re same (.2). Emails with J. Shifer re claims procedures (.2).	0.70	504.00
12/16/12	O'NEILL, P. BRADLEY	Review outline of claims analysis (.8); emails w/ R. Ringer re same (.2).	1.00	790.00
12/16/12	RINGER, RACHAEL L	Revise analysis re: litigation claims (1.6), revise summary re: same (.8), research re: same (1.2) and re: damages (1.3), revise Moelis presentation re: claims (1.2).	6.10	3,324.50
12/16/12	SHIFER, JOSEPH A	Review claims pool materials (1.2), and draft lengthy email to D. Mannal re claims settlement procedures (.8), numerous follow up emails with J. Wishnew and S. Tandberg (.4), emails with S. Zide re same (.3).	2.70	1,809.00
12/17/12	BLABEY, DAVID E	Discuss damages issues with R. Ringer.	0.10	72.00
12/17/12	ZIDE, STEPHEN	Correspond with D. Mannal re consolidated AFI claim (.5). Emails with J. Shifer re claims procedures (.4).	0.90	648.00
12/17/12	SHAIN, ALIYA	Search SDNY Bankruptcy dockets re: claims objections Orders	1.20	342.00
12/17/12	SHIFER, JOSEPH A	Draft 3013 memo (4.0) and related research (3.0); further revise (1.8) and complete draft (1.9).	10.70	7,169.00
12/17/12	RINGER, RACHAEL L	Prepare for (1.0) and attend (1.0) meeting with MoFo, ResCap, FTI and CVP re: wind down, revise memo re: claims of certain creditors (2.5).	4.50	2,452.50
12/18/12	O'NEILL, P. BRADLEY	Review case law re damages (1.1); review cases re claims analysis and priority issues (2.5); revise outline re: litigation claims (1.5); correspond w/ R. Ringer re same (.3); correspond w/ D. Mannal, K. Eckstein re same (.2); follow-up correspondence w/ R. Ringer re same (.4); confer w/ A. Dove re same (.5)	6.50	5,135.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/18/12	O'NEILL, P. BRADLEY	Review memo re subordination of claims (.5); confer w/ J. Shifer re same (.2)	0.70	553.00
12/18/12	SHIFER, JOSEPH A	Revise (4.0) and circulate memo re 3013 motion (.4), correspond with A. Shain re claims analysis (.5) and review same (1.2); confer w/ B. O'Neill re: subordination memo (.2)	6.30	4,221.00
12/18/12	ECKSTEIN, KENNETH H.	Review memo re monoline claims (1.2).	1.20	1,188.00
12/18/12	RINGER, RACHAEL L	Research case law re: claims analysis and priority (1.5), draft summary and analysis of same (1.0), e-mails with B. O'Neill re: same (.3)	2.80	1,526.00
12/19/12	SCHMIDT, SHAI	Research re classification of claims.	2.00	1,090.00
12/20/12	SCHMIDT, SHAI	Draft memo re claims analysis.	2.00	1,090.00
12/20/12	O'NEILL, P. BRADLEY	Meet w/ R. Ringer re litigation claims memo.	0.20	158.00
12/20/12	RINGER, RACHAEL L	Meet w/ B. O'Neill re: claims analysis memo (.2), e-mail to K. Eckstein re: same (.1), e-mails with R. Friedman re: analysis of borrower claims (.2)	0.50	272.50
12/20/12	SHIFER, JOSEPH A	Confs with J. Wishnew re claims analysis (.3) and email to S. Tandberg re same (.4), review 3013 memo (1.5) and follow up research (3.6).	5.80	3,886.00
12/21/12	ECKSTEIN, KENNETH H.	Review memo re litigation claims (.8)	0.80	792.00
12/21/12	O'NEILL, P. BRADLEY	Review Dechert memo (.5); review cases re damages, causation (1.1)	1.60	1,264.00
12/21/12	RINGER, RACHAEL L	Revise summary of memo analyzing litigation claims (.5), e-mail to J. Trachtman, K. Eckstein and B. O'Neill re: same (.3)	0.80	436.00
12/21/12	SHIFER, JOSEPH A	Research re litigation claims issues (2.7) and correspond with S. Schmidt re same (.8)	3.50	2,345.00
12/21/12	MANNAL, DOUGLAS	Call with Borrower's counsel re borrower claims process	1.80	1,422.00
12/21/12	ALLARD, NATHANIEL	Emails w/ D. Mannal, R. Ringer. C. Siegel re: claims (.2).	0.20	83.00
12/24/12	SHIFER, JOSEPH A	Emails with S. Schmidt and S. Zide re status of open research issues (.2)	0.20	134.00
12/26/12	SHAIN, ALIYA	Pull cases cited in memo re: claims analysis (.5); organize same alphabetically (.6); prepare binder of same (.6); prepare index of same (.4)	2.10	598.50
12/26/12	RINGER, RACHAEL L	E-mails with D. Blabey re: claims register and FHFA claims issues (.2)	0.20	109.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/26/12	SHIFER, JOSEPH A	Research re 3013 issues (2.5), conf with A. Dienstag re same (.4), follow up correspondence with B. O'Neill re status of research memo (.2), research re RMBS SEC filings (.6), lengthy email to G. Liu and L. Pettit re investor claims (.4)	4.10	2,747.00
12/27/12	ALLARD, NATHANIEL	Analyze proofs of claim (1.0), draft email re: same to J. Shifer (.3).	1.30	539.50
12/27/12	SHAIN, ALIYA	Pull and organize cases cited in memo re: classification of claims (.6); create binder of same for B. O'Neill (.6).	1.20	342.00
12/27/12	ZIDE, STEPHEN	Email with S. Tandberg re claims (.1).	0.10	72.00
12/27/12	RINGER, RACHAEL L	Correspond with D. Blabey re: litigation claims issues (.3).	0.30	163.50
12/27/12	SHIFER, JOSEPH A	Research re potential claims (2.8)	2.80	1,876.00
12/27/12	BLABEY, DAVID E	Correspond with R. Ringer re litigation claims (.2).	0.20	144.00
12/28/12	ALLARD, NATHANIEL	Research on classification issues (1.6), meet w/ J. Shifer re: same (.4).	2.00	830.00
12/28/12	SCHMIDT, SHAI	Meetings and calls w J Shifer re: classification/treatment of claims (.8), correspond re: same w/ E. Daniels (.3); legal research re: same (3); writing summary for J Shifer re: same (2.9).	7.00	3,815.00
12/28/12	O'NEILL, P. BRADLEY	Revise outline of litigation claims analysis (3.5), confer w/ J. Shifer re: 3013 issues (.2).	3.70	2,923.00
12/28/12	SHIFER, JOSEPH A	Confer with B. O'Neill re status of 3013 issues (.2), follow up conf with N. Allard (.4), confer with S. Schmidt re same (.8), research re same (.4), conf with S. Schmidt re JSN claims (.3), research re JSN claims (.4)	2.50	1,675.00
12/30/12	SCHMIDT, SHAI	Legal research re: treatment of claims (3); draft summary for J Shifer re: same (2); e-mails w S Zide and J Shifer re: same (0.5).	5.50	2,997.50
12/31/12	SCHMIDT, SHAI	Legal research re: treatment of claims (3); draft summary for J Shifer re: same (3); legal research re: applicability of the Bankruptcy Code (1).	7.00	3,815.00
12/31/12	O'NEILL, P. BRADLEY	Review L. Pettit email re claims classification (.5); review cases re same (1.0).	1.50	1,185.00
12/31/12	O'NEILL, P. BRADLEY	Review cases re recissory damages	1.10	869.00

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066069-00016 (CLAIMS ANALYSIS AND ADMINISTRATION)

February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/31/12	LI, JENNIFER W	Researched case law re: standard for recovering damages from claims (1.4); revised summary chart re: same (.9); researched case law re: avoiding and recovering transfers (.8); revised summary chart re: same (.7).	3.80	1,577.00
12/31/12	SHIFER, JOSEPH A	Review research re: claims treatment (2.1) and follow up emails with S. Schmidt re: same (.8)	<u>2.90</u>	<u>1,943.00</u>
TOTAL			<u>262.90</u>	<u>\$165,299.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00017 (CREDITOR INQUIRIES)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ZIDE, STEPHEN	ASSOCIATE	0.70	504.00
ALLARD, NATHANIEL	ASSOCIATE	<u>0.60</u>	<u>249.00</u>
TOTAL		<u>1.30</u>	<u>\$753.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	ALLARD, NATHANIEL	Respond to creditor inquiries.	0.20	83.00
12/04/12	ZIDE, STEPHEN	Call with creditor re class action motion.	0.40	288.00
12/06/12	ALLARD, NATHANIEL	Respond to creditor inquiries.	0.30	124.50
12/12/12	ALLARD, NATHANIEL	Respond to creditor's inquiry.	0.10	41.50
12/13/12	ZIDE, STEPHEN	Call with creditor re rating agency approvals.	<u>0.30</u>	<u>216.00</u>
TOTAL			<u>1.30</u>	<u>\$753.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00018 (RETENTION OF PROFESSIONALS)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	2.70	2,673.00
MANNAL, DOUGLAS	PARTNER	16.40	12,956.00
FREJKA, ELISE S	SPEC COUNSEL	3.80	2,869.00
ZIDE, STEPHEN	ASSOCIATE	0.70	504.00
SHIFER, JOSEPH A	ASSOCIATE	1.60	1,072.00
RINGER, RACHAEL L	ASSOCIATE	3.00	1,635.00
ALLARD, NATHANIEL	ASSOCIATE	3.50	1,452.50
SHAIN, ALIYA	PARALEGAL	0.40	114.00
TOTAL		<u>32.10</u>	<u>\$23,275.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	MANNAL, DOUGLAS	TCF with candidates for special regulatory counsel	0.70	553.00
12/02/12	RINGER, RACHAEL L	Revise chart re: potential regulatory counsel (.2)	0.20	109.00
12/03/12	RINGER, RACHAEL L	Revise proposed regulatory counsel chart (.2).	0.20	109.00
12/04/12	MANNAL, DOUGLAS	Pre-calls with possible counsel re regulatory counsel (1.9); call with UCC re regulatory counsel (1.8)	3.70	2,923.00
12/05/12	FREJKA, ELISE S	Provide comments on Pachulski retention application to R. Feinstein (.3); review and comment on revised declaration (.4); review Kramer Levin supplemental disclosures (.4) and revise conflict waiver (.3); discuss with D. Mannal, R. Ringer (.2).	1.60	1,208.00
12/07/12	MANNAL, DOUGLAS	Numerous TCF/emails with law firms to serve as special regulatory counsel to UCC (2.7); coordinate time for interviews with UCC members (.4)	3.10	2,449.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/07/12	RINGER, RACHAEL L	E-mail to Committee co-chairs re: special regulatory counsel candidates (.2)	0.20	109.00
12/09/12	MANNAL, DOUGLAS	Coordinate with firms re special counsel interviews.	0.80	632.00
12/10/12	MANNAL, DOUGLAS	TCF with candidates for special regulatory counsel	1.40	1,106.00
12/10/12	RINGER, RACHAEL L	E-mail to Committee members re: materials for special regulatory counsel interviews (.2), e-mail to individual candidates scheduling same (.2)	0.40	218.00
12/10/12	ECKSTEIN, KENNETH H.	Review materials re regulatory counsel (1.2).	1.20	1,188.00
12/11/12	MANNAL, DOUGLAS	Attend UCC meeting re special counsel re regulatory work (1.5); draft bullet-point memo on scope of regulatory counsel (1.1)	2.60	2,054.00
12/12/12	MANNAL, DOUGLAS	TCF with special regulatory counsel candidates re UCC discussion	0.80	632.00
12/13/12	ALLARD, NATHANIEL	Draft special counsel retention application	1.80	747.00
12/13/12	MANNAL, DOUGLAS	TCF with Wilmer Hale re potential conflicts	0.40	316.00
12/14/12	MANNAL, DOUGLAS	TCF with special regulatory counsel re potential conflicts	0.50	395.00
12/14/12	FREJKA, ELISE S	Review and comment on Pachulski amended declaration (.3); call with R. Feinstein regarding same (.2); discuss disclosure issues with R. Ringer (.1).	0.60	453.00
12/18/12	ECKSTEIN, KENNETH H.	Call w/ W. Perlstein re retention, issues, brief (.7).	0.70	693.00
12/19/12	ALLARD, NATHANIEL	Draft WilmerHale retention application	0.70	290.50
12/19/12	ZIDE, STEPHEN	Emails w/ R. Ringer, Pachulski re Pachulski Retention App.	0.20	144.00
12/19/12	RINGER, RACHAEL L	E-mails with S. Zide, Pachulski re: finalizing retention application, e-mails with co-chairs re: same (.3)	0.30	163.50
12/20/12	ALLARD, NATHANIEL	Review Wilmer retention disclosure	0.30	124.50
12/20/12	SHIFER, JOSEPH A	Review conflict check and follow up correspondence with R. Ringer re: same (.4)	0.40	268.00
12/20/12	MANNAL, DOUGLAS	Review Wilmer Hale disclosure (1.1); email with Wilmer Hale re same (.2).	1.30	1,027.00
12/20/12	ZIDE, STEPHEN	Review WilmerHale Draft Disclosure and speak with D. Mannal re same (.5).	0.50	360.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/21/12	ALLARD, NATHANIEL	Review retention applications for conflicts issues (.5), correspond w/ D. Mannal, R. Ringer re: retention applications (.2)	0.70	290.50
12/21/12	SHAIN, ALIYA	Coordinate filing of Supplemental Moelis declaration (.2); file and serve same (.2).	0.40	114.00
12/21/12	SHIFER, JOSEPH A	Research re 327(e) issues (.7) and follow up correspondence with R. Ringer and D. Blabey re: same (.5)	1.20	804.00
12/21/12	ECKSTEIN, KENNETH H.	Call with W. Perlstein re declaration (.4).	0.40	396.00
12/21/12	ECKSTEIN, KENNETH H.	Review and comment re Wilmer Hale declaration (.4).	0.40	396.00
12/27/12	RINGER, RACHAEL L	Review Wilmer Hale retention application (.5), revise same (.5), discussion re: same with E. Frejka (.2)	1.20	654.00
12/27/12	MANNAL, DOUGLAS	TCF/email with Wilmer Hale re retention (.3); revise Wilmer Hale retention app (.8)	1.10	869.00
12/27/12	FREJKA, ELISE S	Review (.8) and revise WilmerHale special counsel retention application (.5); discuss same with R. Ringer (.3).	1.60	1,208.00
12/28/12	RINGER, RACHAEL L	Revise Wilmer Hale retention application, e-mail to MoFo re: same (.5)	0.50	272.50
TOTAL			<u>32.10</u>	<u>\$23,275.50</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	0.80	792.00
MANNAL, DOUGLAS	PARTNER	1.90	1,501.00
ZIDE, STEPHEN	ASSOCIATE	1.40	1,008.00
RINGER, RACHAEL L	ASSOCIATE	25.80	14,061.00
ALLARD, NATHANIEL	ASSOCIATE	18.80	7,802.00
SHAIN, ALIYA	PARALEGAL	18.90	5,386.50
GOOT, RACHEL L	PARALEGAL	<u>53.70</u>	<u>15,841.50</u>
TOTAL		<u>121.30</u>	<u>\$46,392.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	1.00	415.00
12/03/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	0.60	249.00
12/03/12	RINGER, RACHAEL L	E-mails with N. Allard re: issues with October invoice (.3)	0.30	163.50
12/04/12	GOOT, RACHEL L	Review disbursements of ResCap bill (1.0); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.5); calls with finance re: same (.3).	2.80	826.00
12/05/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	2.40	996.00
12/05/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	3.30	973.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/06/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.20	944.00
12/06/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	4.00	1,140.00
12/06/12	SHAIN, ALIYA	Prepare packages of RMBS Expert's bills for notice parties listed on the interim comp. order.	0.60	171.00
12/06/12	RINGER, RACHAEL L	E-mails with Committee professionals re: payment of outstanding invoices (.2)	0.20	109.00
12/07/12	MANNAL, DOUGLAS	Review objection of UST to fees (.6); email with R. Ringer re same (.2)	0.80	632.00
12/07/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.3); t/c with A. Stackpoole re billing/invoice (.3); review fee app objections and pull docs re same (.3).	3.90	1,150.50
12/07/12	RINGER, RACHAEL L	Review U.S. Trustee objection to fees (.7), e-mails with Committee professionals re: same (.4)	1.10	599.50
12/08/12	ZIDE, STEPHEN	Review UST fee objection (.5); emails with R. Ringer re same (.5).	1.00	720.00
12/10/12	ALLARD, NATHANIEL	Review billing for privilege and compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.4), correspond re: same w/ R. Goot & A. Shain (.2)	2.60	1,079.00
12/10/12	GOOT, RACHEL L	Prepare chart of meeting charges for fee app objection (6.0); review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.3).	9.30	2,743.50
12/10/12	SHAIN, ALIYA	Pull replies to Trustee's Objection re: fee applications in Adelphia Bankruptcy case.	0.80	228.00
12/10/12	RINGER, RACHAEL L	Emails with D. Mannal re: UST objection to fee applications (.3), prepare draft responses to same (1.1), discussion with B. Masumoto re: same, follow up e-mail to M. Driscoll and B. Masumoto re: same (.2), review additional exhibits re: UST objection (.3), review write-offs during first interim fee period (.4), discussion with R. Goot re: same, revise chart re: meeting expenses (.5), research re: responses to UST fee objections (.4), confer w/ K. Eckstein re: proposed response (.4).	3.60	1,962.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	ECKSTEIN, KENNETH H.	Review UST fee agenda (.4), c/w R. Ringer re proposed response (.4).	0.80	792.00
12/11/12	ALLARD, NATHANIEL	Review fee applications (.7); Review billing for privilege and compliance with U.S. Trustee guidelines in preparation of next interim fee application (3.3).	4.00	1,660.00
12/11/12	GOOT, RACHEL L	Correspond with accounting department re: fee app objection (.5) and pull backup for meetings (.6); revise meeting chart for R. Ringer (1.5); update disbursements for October bill (1.7), review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.3), correspondence with A. Shain and N. Allard re bill progress (.6).	6.20	1,829.00
12/11/12	RINGER, RACHAEL L	Draft e-mail to B. Masumoto and M. Driscoll re: UST fee objection (.2), draft chart of potential responses to same (.4)	0.60	327.00
12/12/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	0.80	332.00
12/12/12	SHAIN, ALIYA	Organize copies of Transcripts re: Hearing on Fee Applications for R. Ringer.	0.50	142.50
12/12/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.50	712.50
12/12/12	RINGER, RACHAEL L	Prepare response to UST fee objection (1), research re: same (.9), discuss same with K. Eckstein (.3), revise UST response (.8), discussion with A. Holtz re: response to UST and increase in rates, e-mails with A. Holtz re: same (.3)	3.30	1,798.50
12/13/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	1.40	581.00
12/13/12	MANNAL, DOUGLAS	Prepare for (.3), and attend conference call with UST re objection to fees (.8)	1.10	869.00
12/13/12	GOOT, RACHEL L	Correspond with R. Ringer re fee app objection and backup (.4). Request remaining meeting backup from Accounting for fee app (.2) and review same (1.2). Update chart for fee app (.6).	2.40	708.00

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/13/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.00	855.00
12/13/12	RINGER, RACHAEL L	Call with B. Masumoto and M. Driscoll re: UST objection to KL fees, follow up discussion with D. Mannal re: same (1.0), revise response chart to UST objection, review write offs and back-up for same (.8), revise response chart per D. Mannal comments (.6)	2.40	1,308.00
12/14/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.20	913.00
12/14/12	SHAIN, ALIYA	Serve Chip Morrow Fee Statement on Notice Parties.	0.80	228.00
12/14/12	RINGER, RACHAEL L	Finalize response to UST fee objection (.9), discussion with N. Moss re: Debtors fee application (.3), revise UST fee response (.6), discussions with B. Masumoto re: same (.1), coordinate with A. Shain re: service of Committee professionals fee applications (.4)	2.30	1,253.50
12/17/12	ALLARD, NATHANIEL	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.5), correspond re: same w/ A. Shain, R. Goot, R. Ringer (.2)	1.70	705.50
12/17/12	SHAIN, ALIYA	Draft statement re: KL Fee application.	0.50	142.50
12/17/12	RINGER, RACHAEL L	Draft statement re: resolution of UST objection (1.0).	1.00	545.00
12/18/12	ALLARD, NATHANIEL	Review billing for privilege and compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.5), correspond w/ R. Goot, A. Shain re: same (.2)	1.70	705.50
12/18/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	3.80	1,121.00
12/18/12	ZIDE, STEPHEN	Review time entries and speak with R. Ringer re same (.4).	0.40	288.00
12/18/12	SHAIN, ALIYA	Email coordination with R. Ringer, R. Goot and N. Allard re: coordination of bill review (.4).	0.40	114.00
12/18/12	SHAIN, ALIYA	Email coordination with R. Ringer re: filing of Committee Response to UST Objection (.2); file and serve same (.3).	0.50	142.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/18/12	SHAIN, ALIYA	Proofread (.4) and revise (.2) Professional's Response to UST Objection	0.60	171.00
12/18/12	RINGER, RACHAEL L	Draft omnibus response to UST fee application (1.5), finalize and file same (1.3), e-mails with AlixPartners and Moelis re: same (.5), correspondence with D. Mannal re: open issues (.9)	4.20	2,289.00
12/19/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (.9); assist R. Ringer with questions regarding fee app expenses (1.0).	1.90	560.50
12/20/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.0); correspond with R. Ringer re fee application (.3).	1.30	383.50
12/20/12	RINGER, RACHAEL L	E-mails with Committee professionals re: omnibus order approving fee applications, review same (.3)	0.30	163.50
12/21/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.00	570.00
12/21/12	RINGER, RACHAEL L	E-mails with Alix Partners and Moelis re: fee amounts in omnibus fee order (.2), e-mails with MoFo re: same (.3), e-mails with MoFo re: payment of Committee professionals fees (.2)	0.70	381.50
12/26/12	ALLARD, NATHANIEL	Discuss billing issues w/ R. Goot	0.10	41.50
12/26/12	GOOT, RACHEL L	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.4), discuss same w/ N. Allard (.1); Coordinate write offs and disbursements with finance (1.4).	2.90	855.50
12/26/12	RINGER, RACHAEL L	E-mails with A. Shain re: October invoice (.4), call with F. Arias re: Kramer Levin invoices (.2), e-mails with F. Arias re: same (.3), e-mails with B. O'Neill re: same (.1), Review billing for privilege and compliance with U.S. Trustee guidelines in preparation of next interim fee application (1.6)	2.60	1,417.00
12/27/12	ALLARD, NATHANIEL	Correspond w/ S. Zide. R. Ringer. A. Shain re: reviewing bill for compliance w/ UST guidelines.	0.30	124.50

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/27/12	GOOT, RACHEL L	Review disbursements (1.3), write down photocopying and outside vendor charges (.4), and review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.0).	3.70	1,091.50
12/27/12	RINGER, RACHAEL L	Discussion with R. Goot re: disbursements issues (.3), e-mails with N. Allard and S. Zide re: pro formas, review same (.3), draft e-mail re: KL time entries and e-mail to internal KL team (.9)	1.50	817.50
12/28/12	GOOT, RACHEL L	Analyze vendor charges for photocopying (.4), determine total pages/prices of copies (.4), determine charges needing backup (.7), check backup once received (1.0), further review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (4.0).	6.50	1,917.50
12/28/12	RINGER, RACHAEL L	Coordinate with MoFo and Committee professionals re: payment of outstanding invoices (.3), review and comment on Coherent invoice (.5), review and comment on SMBP invoice (.5).	1.30	708.50
12/30/12	GOOT, RACHEL L	Review backup to determine charges to write off.	2.00	590.00
12/31/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application.	2.70	769.50
12/31/12	RINGER, RACHAEL L	E-mails with MoFo re: payment of Committee professionals (.2), e-mails with Committee professionals re: steps to expedite payment (.2)	0.40	218.00
12/31/12	GOOT, RACHEL L	Emails w/ R. Ringer, A. Shain re bill.	<u>0.50</u>	<u>147.50</u>
TOTAL			<u>121.30</u>	<u>\$46,392.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00020 (AUTOMATIC STAY)February 28, 2013
Invoice No. 614076**SUMMARY OF SERVICES**

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
FREJKA, ELISE S	SPEC COUNSEL	4.90	3,699.50
ZIDE, STEPHEN	ASSOCIATE	1.00	720.00
KAUP, ANASTASIA N	ASSOCIATE	<u>3.90</u>	<u>1,891.50</u>
TOTAL		<u>9.80</u>	<u>\$6,311.00</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/03/12	KAUP, ANASTASIA N	Review filings and dockets re: automatic stay and foreclosures (.3); review/revise summary spreadsheet re: same (.1).	0.40	194.00
12/04/12	KAUP, ANASTASIA N	Review docket for events and filings to update team re: automatic stay relief and foreclosures (.1).	0.10	48.50
12/07/12	KAUP, ANASTASIA N	Review several dockets and documents re: automatic stay relief and foreclosures (.2); summarize same, update summary spreadsheet and case ` calendar (.1); email E. Frejka re: same (.1).	0.40	194.00
12/14/12	FREJKA, ELISE S	Review and analyze PHH second lien stay relief request (informal) and Debtors' position regarding same (.6); review and analyze Ameriprise second lien stay relief request (informal) and Debtors' position regarding same (.7).	1.30	981.50
12/17/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (.6); revise summary spreadsheet and case calendar re: same (.3); emails w/ E. Frejka re: same (.1).	1.00	485.00
12/17/12	FREJKA, ELISE S	Review status of motions going forward on December 20, 2012 with respect to automatic stay issues.	0.70	528.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	KAUP, ANASTASIA N	Review automatic stay and foreclosure filings and hearing agenda (.3); revise/update summary spreadsheet and case calendar re: same (.1); emails w/ E. Frejka re: same (.1).	0.50	242.50
12/24/12	ZIDE, STEPHEN	Review AFI Motion to Enforce Auto Stay (.8) and email UCC summary of same (.2).	1.00	720.00
12/31/12	KAUP, ANASTASIA N	Review numerous filings re: automatic stay relief and foreclosures (.5), hearing transcripts re: rulings on same (.5), hearing agenda for upcoming hearing (.1); summarize same, update summary spreadsheet and case calendar (.3); emails w/ E. Frejka re: same (.1).	1.50	727.50
12/31/12	FREJKA, ELISE S	Review and analyze Kral class action motion for stay relief (.6); review and analyze Jackson motion for reconsideration of denial of stay relief (.4); review and analyze Rode motion for relief from the stay (.7); review and analyze Connor motion for relief from stay (.3); review and analyze Dunavant motion for relief from stay (.9).	<u>2.90</u>	<u>2,189.50</u>
TOTAL			<u>9.80</u>	<u>\$6,311.00</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00024 (REGULATORY ISSUES)

February 28, 2013
Invoice No. 614076

SUMMARY OF SERVICES

<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
MANNAL, DOUGLAS	PARTNER	4.90	3,871.00
RINGER, RACHAEL L	ASSOCIATE	<u>0.70</u>	<u>381.50</u>
TOTAL		<u>5.60</u>	<u>\$4,252.50</u>

DETAIL OF SERVICES

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/21/12	MANNAL, DOUGLAS	TCF with J. Dubel and Wilmer Hale re Consent Order modification (1.1); email to T. Hamzhepour re same (.4)	1.50	1,185.00
12/22/12	RINGER, RACHAEL L	E-mails with D. Mannal re: regulatory issues update (.3), e-mail to Wilmer Hale re: same (.4)	0.70	381.50
12/22/12	MANNAL, DOUGLAS	TCF with T. Hamzhepour and Wilmer Hale re consent order modifications (1.6); draft email to co-chairs re same (.8)	2.40	1,896.00
12/30/12	MANNAL, DOUGLAS	Email with W. Perlstein and T. Hamzhepour re Consent Order modifications (.3); review issues re same (.7)	<u>1.00</u>	<u>790.00</u>
TOTAL			<u>5.60</u>	<u>\$4,252.50</u>